

N96000003802

Nixon, Hargrave, Devans & Doyle LLP  
Attorneys and Counselors at Law

ONE KEYCORP PLAZA  
ALBANY, NEW YORK 12207  
(516) 427-2650

1600 MAIN PLACE TOWER  
BUFFALO, NEW YORK 14202  
(716) 853-8100

990 STEWART AVENUE  
GARDEN CITY, NEW YORK 11530  
(516) 832-7500

CLINTON SQUARE  
POST OFFICE BOX 1051  
ROCHESTER, NEW YORK 14603-1051  
(716) 263-1000  
FAX: (716) 263-1600

WRITER'S DIRECT DIAL NUMBER: (716) 263-1086  
E-MAIL: breynolds@nhdd.com

CITYPLACE  
185 ASYLUM STREET  
HARTFORD, CONNECTICUT 06103  
(860) 275-6820

437 MADISON AVENUE  
NEW YORK, NEW YORK 10022  
(212) 940-3000

SUITE 700  
ONE THOMAS CIRCLE  
WASHINGTON D.C. 20005  
(202) 457-5300

July 7, 1998

**CERTIFIED MAIL**  
**RETURN RECEIPT REQUESTED**

900002587839-9  
-07/14/98-01028-019  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

Amendment Section  
Division of Corporations  
Florida Department of State  
P.O. Box 6327  
Tallahassee, Florida 32314

RE: Kiss's Kids, Inc.  
Articles of Amendment

Dear Sir or Madam:

Enclosed please find the original and one copy of the signed Articles of Amendment and Articles of Incorporation of Kiss's Kids, Inc. Kindly file the Articles of Amendment, and send a certified copy of the filed document and filing receipt to my attention in the envelope provided. Enclosed is our firm check in the amount of \$87.50 payable to the Florida Department of State, representing payment of the filing fee of \$35.00 and certified copy fee of \$52.50.

Thank you for your attention to this request. Please do not hesitate to contact me at (716) 263-1086 if you have any questions in this regard.

Very truly yours,  
*Betty Reynolds*  
Betty Reynolds  
Paralegal

FILED  
98 JUL 17 AM 11:47  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

VS JUL 20 1998  
N/C

Enclosures  
cc: Christopher Baldwin  
Michael J. Cooney, Esq. (w/o encl.)  
Julia Sherelis (w/o encl.)

**ARTICLES OF AMENDMENT**  
to  
**ARTICLES OF INCORPORATION**  
of  
**KISS'S KIDS, INC.**

FILED  
98 JUL 17 AM 11:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment to its articles of incorporation.*

FIRST: Amendment(s) adopted: (INDICATE ARTICLE NUMBER(S) BEING AMENDED OR DELETED.)

The Articles of Incorporation are hereby amended to effect the following:

- a. To amend Article I, presently reading in its entirety as follows:  
"The name of the corporation shall be KISS'S KIDS, INC."
- b. Article I is amended to read in its entirety as follows:  
"The name of the corporation shall be 10 Who Care, Inc."

SECOND: The date of adoption of the amendment(s) was: June 18, 1998

THIRD: Adoption of Amendment (CHECK ONE)

- The amendment(s) was (were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.
- There are no members or members entitled to vote on the amendment. The amendment(s) was (were) adopted by the board of directors.

Kiss's Kids, Inc.  
Corporation Name

  
Signature of Chairman, Vice Chairman, President or other officer

Steve Mauldin

Typed of printed name

President / Director  
Title

6/18/98  
Date