

N 97 000006183
COPILEVITZ & CANTER, LLC

ATTORNEYS AT LAW

423 W. EIGHTH STREET
SUITE 400
KANSAS CITY, MISSOURI 64105
(816) 472-9000 • FAX (816) 472-5000
E-MAIL copcankc@copilevitz-canter.com

VIA FEDERAL EXPRESS

August 6, 1999

Amendment Section
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

300002953723--7
-08/09/99--01050--004
*****43.75 *****43.75

Re: Fulfill A Wish Foundation, Inc.

Dear Sir or Madam:

Enclosed please find the two (2) originally signed Articles of Amendment to Articles of Incorporation of Fulfill A Wish Foundation, Inc. changing its name to Kids Wish Network, Inc. I have also enclosed a check in the amount of \$43.75 to cover the cost of the filing and to receive a certified copy evidencing the filing of same.

I thank you in advance for your assistance regarding this matter. Should you need further assistance or have questions please do not hesitate to contact me.

Very truly yours,

Diane Stine

Diane M. Stine
Legal Assistant For Greg B. Lam

Enclosures

FILED
99 AUG -9 PM 1:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. LEWIS AUG 12 1999

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
FULFILL A WISH FOUNDATION, INC.
(Pursuant to the Provisions of Section 6.17.1006)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, a Florida nonprofit Corporation adopts the following Articles of Amendment to its Articles of Incorporation:

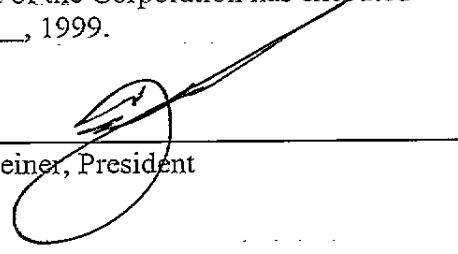
FIRST: Article I of the Articles of Incorporation is hereby amended as follows:

ARTICLE I. The name of the Corporation, hereinafter called the "Corporation" shall be: Kids Wish Network, Inc., with its principal place of business being 111 South Pine Avenue, Oldsmar Florida 34677.

SECOND: The Amendment was adopted this 30th day of July, 1999.

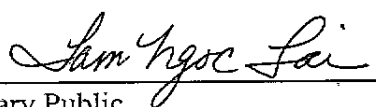
THIRD: There are no members entitled to vote on the Amendment. The Amendment was adopted by unanimous vote and consent of the Board of Directors.

IN WITNESS WHEREOF, the undersigned President of the Corporation has executed these Articles of Amendment on this 5th day of August, 1999.


Mark Breiner, President

State of Florida)
) ss.
County of Pinellas)

The foregoing instrument was acknowledged and sworn to before me this 5th day of August, 1999 by Mark Breiner.


Notary Public

Appointment Expires:

December 4, 2000.

