

N98000004069

GIBBONS, SMITH, COHN & ARNETT
A PROFESSIONAL ASSOCIATION

ATTORNEYS AND COUNSELLORS AT LAW

3321 HENDERSON BOULEVARD
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FAX (813) 877-9290
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January 3, 2000

FILED
00 JAN 27 AM 9: 25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Department of State
Amendment Section
P. O. Box 6327
Tallahassee, Florida 33214

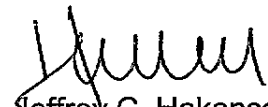
Re: Articles of Amendment of Kids Living With Aids, Inc.

Greeting:

Enclosed with this correspondence are an original First Articles of Amendment of Kids Living With Living Aids, Inc., a Florida Non-profit corporation and two (2) exact copies. Also enclosed with this correspondence is a check in the amount of \$35.00 made payable to the Department of State representing the filing fee for the Articles of Amendment. We ask that the original Articles of Amendment be filed and a date stamped copy of the Articles be returned to the undersigned in the pre-addressed stamped envelope at your earliest convenience.

Should you have any questions or comments with regard to the foregoing, please feel free to contact me at (813) 877-9222 ext. 204.

Very truly yours,


Jeffrey C. Hakanson

JCH/sm
Enclosures

Amend.

V. SHEPARD FEB 1 2000



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

January 18, 2000

JEFFREY C. HAKANSON
P.O. BOX 2177
TAMPA, FL 33601

SUBJECT: KIDS LIVING WITH AIDS, INC.
Ref. Number: N98000004069

We have received your document for KIDS LIVING WITH AIDS, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

If there are NO MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6909.

Velma Shepard
Corporate Specialist

Letter Number: 400A00002274

Rec'd 1/27

GIBBONS, COHN, NEUMAN, BELLO, SEGALL & ALLEN
A PROFESSIONAL ASSOCIATION

ATTORNEYS AND COUNSELLORS AT LAW

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January 25, 2000

Velma Shepard, Corporate Specialist
Department of State
Amendment Section
P. O. Box 6327
Tallahassee, Florida 33214

Re: Articles of Amendment of Kids Living With Aids, Inc.
Reference No. N9000004069

Greetings:

Enclosed with this correspondence are an original First Articles of Amendment of Kids Living With Living Aids, Inc., a Florida Non-profit corporation and two (2) exact copies. The filing fee was endorsed with our prior submission dated January 3, 2000. I have also enclosed a copy of your correspondence returning our prior submission for easy reference. Paragraph three (3) should cure the defects associated with our prior submission. We ask that the original Articles of Amendment be filed and a date stamped copy of the Articles be returned to the undersigned in the pre-addressed stamped envelope at your earliest convenience.

Should you have any questions or comments with regard to the foregoing, please feel free to contact me at (813) 877-9222 ext. 204.

Very truly yours,


Jeffrey C. Hakanson

JCH/sm
Enclosures

FIRST ARTICLES OF AMENDMENT OF KIDS LIVING WITH AIDS, INC.,
A FLORIDA NONPROFIT CORPORATION

FILED
JAN 27 AM 9:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of the corporation is Kids Living With Aids, Inc.,
NonProfit Corporation.

2. The following is added to Article 3, subparagraph (a):

Said corporation is organized exclusively for charitable, educational, religious or scientific purposes, within the meaning of section 501(c)(3) of the Internal Revenue Code (or corresponding section of any further federal tax code).

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, directors, officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of Section 501(c)(3) purposes. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carry on by a corporation exempted from federal income tax under Section 501(c)(3) of the Internal Revenue Code (or corresponding section of any future federal tax code).

Upon dissolution of this corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code, i.e. charitable, educational, religious, or scientific, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government for a public purpose.

However, if named is not then in existence or no longer a qualified distributee, or unwilling or unable to accept the distributions, then the assets of this corporation shall be distributed to a fund, foundation or organization organized and operated exclusively for the purposes specified in Section 501(c)(3) of the Internal Revenue Code (or corresponding section of any future federal tax code).

3. This Amendment was adopted by the Board of Directors on January 3,

2000 and there are no members entitled to vote on the Amendment.

4. This Amendment was approved by the Board of Directors of the corporation at a meeting held for that purpose held on January 3, 2000. At said meeting, the Board of Directors voted unanimously for the approval of this Amendment.

IN WITNESS WHEREOF by herein to subscribe my name this 3rd day of January, 2000.

Kids Living With Aids, Inc., a Florida NonProfit Corporation

By: Sharon Barnett
Sharon Barnett, Treasurer