

NO4000004683

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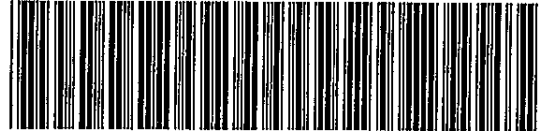
(Business Entity Name)

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TALLAHASSEE, FLORIDA

Amend & N/c

VB

7/13

Professional Tax Consultants, Inc.

June 30, 2004

Amendment Division,
Division of Corporations,
P.O. Box 6327,
Tallahassee, FL. 32314.

Subject: Adopt A Nursing Home Group, Inc.
Document No. N04000004683

Gentlemen:

Enclosed you will Articles of Amendment to the Articles of Incorporation for the above subject non-profit corporation.

The Articles have been amended to slightly change the name, to add a mailing address, and add language to bring the corporation into compliance with the requirement of section 501(c)(3) of the Internal Revenue Code.

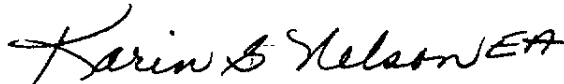
Also enclosed you will find the Corporation check in the amount of \$ 43.75 for the filing fee for the amendments and a Certified Copy.

If you have any questions concerning this submission, please contact:

Karin G. Nelson, EA
Professional Tax Consultants, Inc.
P.O. Box 7166
Winter Haven, FL. 33883-7166
Phone: 863-5462 or email Karin@ptcfl.com

We would appreciate an expeditious filing of these amendments so they can be included with the Form 1023 application for federal 501(c)(3) non-profit status.

Sincerely,



Karin G. Nelson, EA

Enclosures

Cc: Adopt A Nursing Home and Assisted Living Facilities, Inc.

ARTICLES OF AMENDMENT

To

ARTICLES OF INCORPORATION

Of

Adopt A Nursing Home Group, Inc.

Document No. N04000004683

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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: Amendments adopted:

Article I: Name (Amend name)

The Name of this Corporation (hereinafter referred to as the "Organization") is Adopt A Nursing Home and Assisted Living Facilities, Inc.

Article II: Principal Office (Add new mailing address)

The principal place of business of this organization shall be:
233 Magnolia Run
Lake Alfred, Florida 33850

The mailing address for this organization shall be:
P.O. Box 355
Lake Alfred, Florida 33850-0355

Article III: (Add paragraph 2 as follows):

Notwithstanding any other provision of these Articles, the organization shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal income tax as an organization described in section 501(c)(3) of the Internal Revenue Code (or corresponding section of any future federal tax code).

Article VII: Dissolution of Corporation (Article Added)

Upon the dissolution and winding up of this organization, after paying or adequately providing for the debts and obligations of the organization, the remaining assets shall be distributed to a non-profit fund, foundation, or corporation organized and operated exclusively for the purposes specified in section 501(c)(3) of the Internal Revenue Code and which has established its tax-exempt status under that section.

SECOND: The date of adoption of the amendments was: June 28, 2004

THIRD: Adoption of amendment

There are no members or members entitled to vote on the amendment.
The amendments were adopted by the board of directors.



Signature of Chairman, Vice Chairman, President or other officer

Bruce C. Schilling, President

6/30/04

Date