

AD800000/201

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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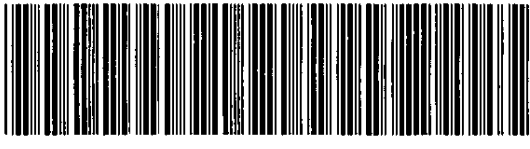
(Business Entity Name)

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Amend

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
09 JUL -2 PM 3:41

T. Roberts JUL 07 2009

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: THE ACHILLES FOUNDATION, INC

DOCUMENT NUMBER: N08000001201

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

James G. Brianas
(Name of Contact Person)

The Achilles Foundation, Inc.
(Firm/ Company)

19 Niagara Falls Circle
(Address)

Ormond Beach, FL 32174
(City/ State and Zip Code)

jbrianas@aol.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

James G. Brianas at (386) 453-8450
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

- | | | | |
|--|---|--|---|
| <input type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee & Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed) | <input checked="" type="checkbox"/> \$52.50 Filing Fee Certificate of Status Certified Copy (Additional Copy is enclosed) |
|--|---|--|---|

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

Street Address
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Articles of Amendment
to
Articles of Incorporation
of

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
09 JUL -2 PM 3:42

THE ACHILLES FOUNDATION, INC.
(Name of Corporation as currently filed with the Florida Dept. of State)

NO8000001201
(Document Number of Corporation (if known))

Pursuant to the provisions of section 617.1006, Florida Statutes, this *Florida Not For Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

The new name must be distinguishable and contain the word "corporation" or "incorporated" or the abbreviation "Corp." or "Inc." "Company" or "Co." may not be used in the name.

B. Enter new principal office address, if applicable:
(Principal office address MUST BE A STREET ADDRESS)

C. Enter new mailing address, if applicable:
(Mailing address MAY BE A POST OFFICE BOX)

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent: _____

New Registered Office Address: _____ (Florida street address)

_____, Florida
(City) (Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Signature of New Registered Agent, if changing

Attachment

Articles of Amendment
for

THE ACHILLES FOUNDATION, INC.

The undersigned incorporator, for the purpose of forming a Florida not-for-profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:
THE ACHILLES FOUNDATION, INC.

Article II

The principal place of business address:

19 NIAGARA FALLS CIRCLE
ORMOND BEACH, FL. 32174

Add: COUNTY OF VOLUSIA

The mailing address of the corporation is:

19 NIAGARA FALLS CIRCLE
ORMOND BEACH, FL. 32174

Article III

Add:

The specific purpose for which this corporation is organized is: *FOR CHARITABLE AND SCIENTIFIC PURPOSES:*
SPECIFICALLY TO PROMOTE AND PROVIDE HISTORICAL RESEARCH, ARCHAEOLOGICAL STUDIES AND EXCAVATIONS, DISSEMINATION OF RESULTS, PROTECTION AND PRESERVATION OF ANTIQUITIES, AND EDUCATION ON THE ANCIENT WORLD, HELLAS, AND THE HERO ACHILLES.

Article IV

The manner in which directors are elected or appointed is:
AS PROVIDED FOR IN THE BYLAWS.

Article V

The name and Florida street address of the registered agent is:

JAMES G BRIANAS PHD
19 NIAGARA FALLS CIRCLE
ORMOND BEACH, FL. 32174

Add: Article VI

Add: Article VII

The date of each amendment(s) adoption: June 26, 2009
(date of adoption is required)

Effective date if applicable: (Above)
(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(CHECK ONE)**

The amendment(s) was/were adopted by the members and the number of votes cast for the amendment(s) was/were sufficient for approval.

There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated June 29, 2009

Signature James G. Brianas

(By the chairman or vice chairman of the board, president or other officer-if directors have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

James G. Brianas

(Typed or printed name of person signing)

President

(Title of person signing)