

MARY FAUST TOY LENDING LIBRARY, INC.
CHILD CARE RESOURCE LIBRARY
2451 Enterprise Road
Clearwater, FLORIDA 33763
(813) 725-9778

October 14, 1997

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-10/20/97-01115-004
*****35.00 *****35.00

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

Dear Sirs:

Enclosed are proposed amendments to the Articles of Incorporation for the Mary Faust Toy Lending Library, Inc. Please advise us if further information is needed.

Enclosed also, is a check in the amount of \$35.00 which is the fee for filing the amendments.

Sincerely,

Georgia Anderson

Georgia Anderson
Director

*Amend. + M.C.
10-22-97
CC*

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 OCT 20 AM 8:32

MEMORANDUM

DATE: OCTOBER 22, 1997

**TO: CHERYL COULLIETTE
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE FLORIDA**

**FROM: GEORGIA ANDERSON
MARY FAUST TOY LENDING LIBRARY, INC.
CLEARWATER FLORIDA**

SUBJECT: AMENDMENT TO ARTICLES OF INCORPORATION

In the matter of the vote of the Board of Directors of the Mary Faust Toy Lending Library to accept the Amendments to the Articles of Incorporation on July 28, 1997, there were no members entitled to vote at that time.

(A) To purchase or acquire, own, hold, use, lease (either as Lessor or Lessee), sell, exchange, assign, convey, dispose of, mortgage, hypothecate, or otherwise encumber real and personal property.

(B) To borrow money, incur indebtedness, and to secure repayment by mortgage, pledge, deed of trust, or other hypothecation of property, both real and personal

(C) To enter into, make, perform, and carry out contracts of every kind for any lawful purpose without limit on amount, with any person, firm association or corporation, municipality, county, parish, state, territory, government (foreign or domestic) or other municipal or governmental subdivision; and

(D) To do all things necessary, expedient, or appropriate to the accomplishment of any of the objects and purposes for which this corporation is formed.

Notwithstanding any of the above statements of purpose and powers, this corporation shall not engage in activities that in themselves are not in furtherance of the purposes set forth in the first paragraph of this Article wherein it is stated the several purposes; and nothing in the foregoing statement of purposes shall be construed to authorize this corporation to carry on any activity for the profit of its members, or to distribute any gains, profits or dividends to any of its members.

ARTICLE IV - DIRECTORS

Directors shall be appointed in the manner described in the bylaws. The number of Directors may be increased or decreased from time to time by the bylaws, but shall never be less than three (3).

ARTICLE V - EXISTENCE

This corporation shall have perpetual existence, unless terminated by law, dissolution or unforeseen circumstances.

ARTICLE VI - REGISTERED AGENT AND REGISTERED OFFICE

The name and street address of the Registered Agent and Registered Office for this corporation follows:

Jeffrey Diamond
315 Court Street
Clearwater, FL 34625

ARTICLE VII - AMENDMENTS

The Articles of Incorporation and the bylaws of this corporation may be made, altered or rescinded upon a majority vote of the active members present at any regular meeting or special meeting of the membership duly called for that purpose.

CERTIFICATE OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF

MARY FAUST TOY LENDING LIBRARY, INC.

MARY FAUST TOY LENDING LIBRARY, INC., a Florida Corporation not for profit, do hereby certify that:

I.

The Board of Directors of said Corporation, at a meeting held on July 28, 1997, adopted the following Resolution:

RESOLVED, that the Articles of Incorporation previously filed and approved by the Secretary of State of Florida on or about February 10, 1982, shall be amended to read as follows:

ARTICLES OF INCORPORATION
OF

MARY FAUST CHILD CARE RESOURCE LIBRARY, INC.

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation not for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation shall be MARY FAUST CHILD CARE RESOURCE LIBRARY, INC., said corporation to be a corporation not for profit, organized under chapter 617 of the laws of the State of Florida, with its principal place of business in Pinellas County, Florida.

ARTICLE II - ADDRESS

The initial street address of the principal office of this corporation is to be at 2451 Enterprise Road, Clearwater, Florida 33763. The officers may from time to time designate such other address and place for the principal office of this corporation as they may see fit.

ARTICLE III - PURPOSE

A general purpose of the business to be transacted by this corporation is to provide a lending library of books, videotapes and other resource materials appropriate for child care providers in family child care homes and children's centers. Upon dissolution of this corporation, no part of its assets shall inure to the benefit of its members; rather, such assets shall be distributed to one or more organizations which are described in the provisions of Section 501(c)(3) of the Internal Revenue Code of 1954.

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ARTICLE VIII - DISSOLUTION

In the event of dissolution the residual assets of the organization shall be turned over to one or more organizations which themselves are exempt as organizations described in Section 501(3)(c) of the Internal Revenue Code of 1954 or corresponding Section of any prior or future Internal Revenue Codes or to the federal, state or local government for exclusive public purpose, and none of the assets will be distributed to any member, officer or trustee of this corporation.

IN WITNESS WHEREOF, we have hereunto set our hands,
acknowledged and filed the foregoing Amendment to the Articles of
Incorporation under Chapter 617 of the Florida Statutes, this
_____ day of _____, 1997.

Georgia Anderson
GEORGIA ANDERSON, Pres., Dir.

Claire Yogman
CLAIRE YOGMAN, Treas., Dir.

Elaine Hutcheson
ELAINE HUTCHESON, Sec., Dir.