

COPILEVITZ & CANTER, LLC

ATTORNEYS AT LAW

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F94000002447

April 19, 2000

Florida Secretary of State
State Capitol, Plaza 2
Tallahassee, FL 32399-0250

Re: The Angel Planes, Inc.

600003234756--3
-05/02/00--01003--016
*****35.00 *****35.00

Dear Sir or Madam:

Enclosed please find the Articles of Amendment to Articles of Incorporation of The Angel Planes, Inc. changing its name to "Miracle Flights for Kids." I have also enclosed the required filing fee of \$35.00. Please return evidence of filing in the self-addressed, postage- paid envelope at your earliest convenience.

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 Stine
Legal Assistant
For the Firm

Enclosures

FILED
00 MAY -1 AM 8:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Diane Stine GAVE

AUTHORIZATION BY PHONE TO

CORRECT

DATE

DOC EXAM.

form / date at bottom
5/10/2000
Al Chesnut

al 5/10
n/c

SECTION I
(1-3 MUST BE COMPLETED)

2. Nevada 3. 05/11/1994
Incorporated under laws of Date authorized to conduct affairs in Florida

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? June 11, 1998.

5. Miracle Flights for Kids, Inc.
Name of corporation after the amendment, adding suffix "corporation" or "incorporated", or appropriate abbreviation, if not contained in new name of the corporation. "Company" or "Co." may not be used as a corporate suffix by a nonprofit corporation.

6. If the amendment changes the period of duration, indicate new period of duration and the date the change was effected.

New Duration _____ Date _____

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction and the date the change was effected.

New Jurisdiction _____ Date _____

8. If the purpose which the corporation intends to pursue in Florida has changed indicate new purpose:

The corporation is authorized to pursue such purpose in the jurisdiction of its incorporation
Miracle Flights for Kids, INC.

Corporation Name

Corporation Name: Dee W. McSee

4-19-2000

Date _____

Ann D. Mcgee

Typed or printed name

President

Title

FILED
MAY -1 AM 8:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Receipt No. **TY980006311**

THE ANGEL PLANES MIRACLE FLIGHT

06/09/1998

25.0

REC'D BY KD

FILE CERTIFICATE OF AMENDMENT OF ARTICLES

(after organizational meeting)

IN THE OFFICE OF THE
SECRETARY OF STATE OF THE
STATE OF NEVADA

The Angel Planes

Name of Corporation

JUN 11 1998

We the undersigned

Charles E. Dixon

and

President or Vice President (or Chairman)

No. C-2934-86

Ann D. McGee

Ann D. McGee

of

The Angel Planes

DEAN HELMS SECRETARY OF STATE

Secretary or Assistant Secretary

Name of Corporation

do hereby certify:

That the Board of Directors of said corporation at a meeting duly convened, held on the 18th
day of May, 1998, adopted a resolution to amend the original articles as follows:

Article 1 is hereby amended to read as follows:

The name of the corporation is Miracle Flights for Kids.

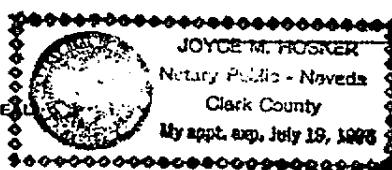
Charles E. Dixon
President or Vice President (or Chairman)
Ann D. McGee
Secretary or Assistant Secretary

State of Nevada
County of Clark } ss.

On May 27, 1998, personally appeared before me, a Notary Public,
Charles E. Dixon, who acknowledged

Names of Persons Appearing and Signing Document

that they executed the above instrument.

(NOTARY STAMP OR SEAL)  Joyce M. Hosker
Signature of Notary

STATE OF NEVADA
Secretary of State

I hereby certify that this is a
true and complete copy of
the document as filed in this
office.

MAR 03 '00

Dean Heller
DEAN HELLER
Secretary of State

James Carson

SECRETARY OF STATE



CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, limited-liability companies, limited partnerships, limited-liability partnerships and business trusts pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **MIRACLE FLIGHTS FOR KIDS** as a non-profit corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since April 30, 1985, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand
and affixed the Great Seal of State, at my office, in
Carson City, Nevada, on March 28, 2000.



Dean Heller

Secretary of State

By

S. J. Laila

Certification Clerk