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GUY GARMAN
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Monday, March 20, 2000

Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314
(850) 487-6052

800003193778--4
-04/03/00--01122--013
*****35.00 *****35.00

RE: ARTICLES OF AMENDMENT, HAVEN OF HOPE MIAMI INC., H00000003874

Dear Sirs/Madam:

Enclosed are (2) two originals of the Articles of Amendment of HAVEN OF HOPE MIAMI INC. . for filling purposes pursuant to the provisions of section 617.1006, Florida Statutes.

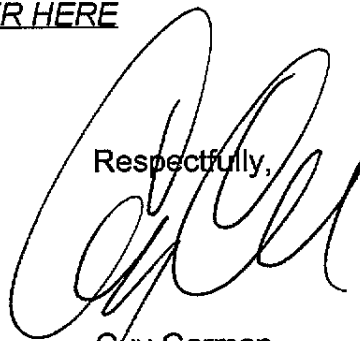
Also enclosed is a check for \$ 35.00 to cover filing fees.

Please send a stamped copy of the Articles of Amendment to the undersigned at the above address.

Thank you for your prompt attention.

ATTACH CHECK OR MONEY ORDER HERE

Respectfully,



Guy Garman
1-877-501-2300

Enclosures (4)

FILED
00 APR -3 PM12:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AMEND
4/11

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
HAVEN OF HOPE MIAMI INC.**

FILED
00 APR -3 PM 12:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.

amendment adopted

"ARTICLE XV" ADDED

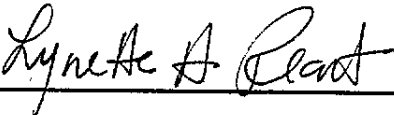
Resolved that any salaries, wages, together with fringe benefits or other forms of compensation (housing, transportation and other allowances) paid to or provided our employees, directors, or officers will not exceed a value which is reasonable and commensurate with the duties and working hours associated with such employment and with the compensation ordinarily paid persons with similar positions or duties.

Notwithstanding any other provision of these Articles, this corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or (2) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law.

The date of adoption of the admenment was: DATE: 3/31/00
(TODAYS DATE)

On motion and by unanimous vote by the board of directors, the preceeding articles of amendment of HAVEN OF HOPE MIAMI INC. were adopted. There are no members or members entitled to vote on the admenment.

HAVEN OF HOPE MIAMI INC.



LYNETTE PEART
Secretary/treasurer