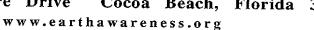
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E.A.R.T.H. AWARENESS 2000





Florida Department of State Division of Corporations Attention: Karon Bever 409 E. Gaines Street Tallahassee, Fi. 32399

"Cive Kid's a Helping Hand"

RE: AMENDMENT OF ARTICLES OF INCORPORATION

In reference to your e-mail dated May 3, 2000 concerning the amendment we need to do for the Internal Revenue Service for our 501(c)(3) status.

I have enclosed the paperwork for 3 amendments to our articles of incorporation that need to be recorded and sent back to us as soon as possible. I have enclosed a copy of the minutes of a special meeting of the board of directors, The completed form that we downloaded off the internet, and A copy of the letter from the Internal Revenue Service.

I have enclosed a prepaid airbill so that you may return it to me quickly. I must return this information to the IRS by May 18, 2000.

Thank you for your assistance in this matter, if you have any further questions you may contact me at 321-784-0830 or 321-636-7231.

Susan Luley,

Executive Director

reson hulos

EARTH Awareness of Brevard, Inc., 1395 Bayshore Drive, Cocca Beach, Fl. 32931

8 2000 Yak single t

E.A.R.T.H. HOTLINE: 1-321-784-0830 Fax: 1-321-636-4857

> E-Mail: <earthfestival@bellsouth.net>

ARTICLES OF AMENDMENT

to

ARTICLES OF INCORPORATION

01	1,0,,
E.A.R.T. W. AWORENESS OF BREN	IARD, INC.
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	n.
FIRST: Amendment(s) adopted: (INDICATE ARTICLE NUMBER(S) BEING AMENDED, ADDED OR DELETED.)	
See Attached	

SECOND: The date of adoption of the amendment(s) was: 5/4/2000
THIRD: Adoption of Amendment (CHECK ONE)
The amendment(s) was(were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.
There are no members or members entitled to vote on the amendment. The amendment(s) was(were) adopted by the board of directors.
E.A.R. T. W. Awareness of BREVARD, INC.
Suson Vieley
Signature of Chairman, Vice Chairman, President or other officer
Susan Luley
Typed or printed name
EXECUTIVE DIRECTOR 5/4/2000
Title Date

Date

Amend Article III to inlude:

The purposes for which the corporation is organized are exclusively charitable and educational within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law.

Notwithstanding any other provision of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law.

In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations which themselves are exempt as organizations described in sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986 or corresponding sections of any prior or future Internal Revenue Code, or to the Federal, State, or local government for exclusive public purpose.