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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

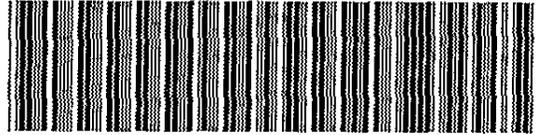
(Business Entity Name)

(Document Number)

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PRINCIPAL ADDRESS
Fernando E. Sola
1045 Cabo Blanco Avenue
Atlantic Beach, Fl. 32233

MAILING ADDRESS
P. O. Box 330267
Atlantic Beach, Fl. 32233-0267

RETURN ADDRESS
611 Ponte Vedra Lakes Blvd. #2608
Ponte Vedra Beach, Fl. 32082
Ph. (904) 285-5659

**ARTICLES OF AMENDMENT
To
ARTICLES OF INCORPORATION
of**

HAPPY FACE FOUNDATION, INC.

(present name)

N00000000736

(Document Number of Corporation (If known))

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.

FIRST: Amendment(s) adopted: (INDICATE ARTICLE NUMBER(S) BEING AMENDED, ADDED OR DELETED.)

New name: HAPPY FACES FOUNDATION, INC

New principal address: 1045 Cabo Blanco avenue
Jacksonville, Fl. 32233

New mailing address: P. O. Box 330267
Atlantic Beach, Fl. 332233-0267

New S.D.: Cristina Sola
1045 Cabo Blanco avenue
Jacksonville, Fl. 32233

New T.D.: Cristina Sola
1045 Cabo Blanco avenue
Jacksonville, Fl. 32233

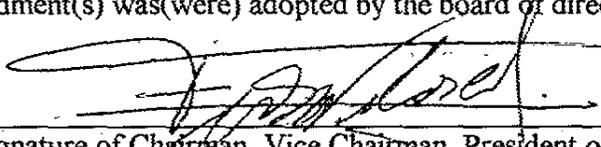
New PVD address: 1045 Cabo Blanco avenue
Jacksonville, Fl. 32233

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SECOND: The date of adoption of the amendment(s) was: November 1st, 2002

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.



Signature of Chairman, Vice Chairman, President or other officer

Fernando E. Sola

Typed or printed name

President

November 15, 2002

Title

Date