

N000000001230

DR. ANN MOLIVER RUBEN
4280 Galt Ocean Drive-Plaza South, Apt. 11J
Ft. Lauderdale, FL 33308
954-563-8760 or 305-528-5009

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

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****43.75 ****43.75

July 5, 2000

Reference #P940000080795

Document # N00000001230

Please be advised that this letter will confirm that Women Are Wonderful Foundation, Inc. has adopted Article VIII, Article IX and Article X as attached to this letter and has also submitted this information on July 5, 2000 to Internal Revenue Service to meet the requirements for Recognition of Exemption under Section 501(c)(3). Thank you for including this amendment in Women Are Wonderful Foundation, Inc.'s file.

Dr. Ann Moliver Ruben, President
Women Are Wonderful Films, Inc.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 AUG -4 AM 9:32

Amend
LFR
8-7-2000

WOMEN ARE WONDERFUL FOUNDATION, INC.

Dr. Ann Moliver Ruben, President

4280 Galt Ocean Drive - Apt. 11J

Ft. Lauderdale, FL 33308

954-563-8760 or 305-528-5009

Louise Flemming-Jackson

Florida Dept. of State

P. O. Box 6327

Tallahassee, FL 32314

7/24/00

Dear Louise Flemming Jackson,

*Enclosed is a check for
\$43.75 to cover the cost of making
the necessary additions to Women Are Wonderful
Fdn., Inc. #N000000051230 and for a certified
copy of the document.*

*Please mail it to the above
address. Thank you.*

Dr. Ann Moliver Ruben, President



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

July 12, 2000

Dr. Ann Moliver Ruben
4280 Galt Ocean Drive-Plaza South, #11J
Ft. Lauderdale, FL 33308

SUBJECT: WOMEN ARE WONDERFUL FOUNDATION, INC.
Ref. Number: N00000001230

This will acknowledge receipt of your correspondence which is being returned for the following reason(s):

If there are MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) the date of adoption of the amendment by the members and (2) a statement that the number of votes cast for the amendment was sufficient for approval.

If there are NO MEMBERS OR MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

The name and title of the person signing the document must be noted beneath or opposite the signature.

If you have any questions concerning this matter, please either respond in writing or call (850) 487-6910.

Louise Flemming-Jackson
Corporate Specialist Supervisor

Letter Number: 000A00038530

ARTICLES OF AMENDMENT
OF
WOMEN ARE WONDERFUL FOUNDATION, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 AUG -4 AM 9:32

ARTICLE VIII

Women Are Wonderful Foundation, Inc. is organized exclusively for educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code (or corresponding section of any future Federal tax code).

ARTICLE IX

No part of the net earning of Women Are Wonderful Foundation, Inc. shall inure to the benefit of, or be distributable to its members, trustees, directors, officers or any other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distribution in furtherance of Section 501(c)(3) purposes. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation and the corporation shall not participate or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

Notwithstanding any other provision of these articles, the corporation shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code for corresponding section of any future Federal tax code.

ARTICLE X

Upon dissolution of Women Are Wonderful Foundation, Inc. assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, i.e. charitable, educational, religious or scientific, or corresponding section of any future Federal tax code, or shall be distributed to the Federal government, or to a state or local government for a public purpose,

ARTICLE XI

However, if Women Are Wonderful Foundation, Inc. is not then in existence or no longer a qualified distributee, or unwilling or unable to accept the distribution, then the assets of this corporation shall be distributed to a fund, foundation or corporation organized and operated exclusively for the purposes specified in Section 501(c)(3) of the Internal Revenue Code for corresponding section of any future federal tax code.

WOMEN ARE WONDERFUL FOUNDATION, INC.

Dr. Ann Moliver Ruben, President

4280 Galt Ocean Drive - Apt. 11J

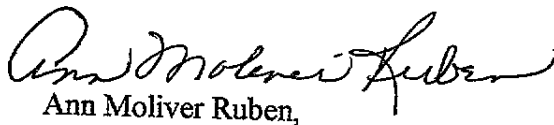
Ft. Lauderdale, FL 33308

954-563-8760 or 305-528-5009

From: Women Are Wonderful Fdn., Inc. #N00000001230

There are no members entitled to vote on the proposed amendments identified as ARTICLE VIII, ARTICLE IX and ARTICLE X attached to this letter. At this time Women Are Wonderful Foundation, Inc. has no Board of Directors. These articles were sent to you to be included on July 5, 2000 to Women Are Wonderful Foundation, Inc. to meet the legal requirements for Exemption Under Section 501(c)(3) of the Internal Revenue Code.

Thank you for taking care of this matter.



Ann Moliver Ruben,
President



WOMEN ARE WONDERFUL FOUNDATION INC

I certify that the attached amendment is a conformed copy of the document that was unanimously adopted by the governing body Women Are Wonderful Fdn Inc. on July 19, 2000
(Name of organization)

And submitted to the state for approval on July 19, 2000

I hereby agree to submit a copy of the approved amendment to the Internal Revenue Service upon receipt.

Dr. Ina Andrew Lukan President 7/19/00
Signature of Officer Title Date