

SIR TAX NO1000003929

Accounting, Consulting, IRS Representation, & Strategic Tax Planning.
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R. Kevin Cross, E.A.,
† - Enrolled Agent, Accountant,
Tax Specialist, & Financial
Counselor & Advisor.

† - R. Kevin Cross, E.A. &
Steven R. Danielson E.A. - are
enrolled to represent taxpayers before
the Internal Revenue Service.

Steven R. Danielson, E.A.,
† - Enrolled Agent, Accountant,
Certified QuickBooks Pro Advisor,
& Member NASD & SIPC

January 2, 2002

Department of State
Division of Corporations
Attn.: Amendment Section
P.O. Box 6327
Tallahassee, Florida 32314

8000004755958--0
-01/07/02--01059--023
*****43.75 *****43.75

Ref.: Wildspots Foundation, Inc. - Articles of Amendment

Dear Sirs:

Please process the attached Articles of Amendment, dated December 31, 2001, for the above referenced corporation and mail certified copies of the amendment to:

Dr. Barry Barker
c/o Sir Tax Services, Inc.
801 South Federal Highway
Hollywood, FL 33020

Please find enclosed a check for \$43.75 to cover the filing fee for the Articles of Amendment and certified copies of the amendment.

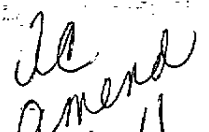
Thank you for your continued assistance in these matters.

Sincerely,



Steven R. Danielson
Enrolled Agent & Tax Consultant

FILED
02 JAN -7 AM 9:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA


Amend

ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION
of

WILD **SPOTS FOUNDATION, INC.**

FILED
02 JAN -7 AM 9:37
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.

FIRST: Amendment of the following article was adopted:

ARTICLE III

The purpose for which this corporation is organized is to promote, protect, and defend biodiversity worldwide. This corporation is organized exclusively for charitable, educational and scientific purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE IV

The corporation shall have a minimum of three directors, to be elected at the annual meeting of the corporation. The qualifications as well as the manner of election of directors shall be established in the Bylaws of the corporation.

SECOND: The following amendments were approved for addition to the Articles of Incorporation:

ARTICLE VIII

This corporation is organized under a non-stock basis. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services

rendered and to make payments and distributions in furtherance of the purposes set forth in Article III hereof. 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 in, or intervene in any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provisions of these articles, the corporation shall not carry on any other 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 of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE IX

Upon the winding up and dissolution of this corporation, after paying or adequately providing for the debts and obligations of the corporation, the remaining assets shall be distributed to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for charitable, educational, religious and/or scientific purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code.

SECOND: The date of adoption of the amendments was December 31, 2001.

THIRD: The amendments were adopted by the Board of Directors. The corporation has no members.

A handwritten signature in black ink, appearing to read "Barry Barker", is written over a horizontal line.

Dr. Barry Barker
President, ~~WILD~~ Spots Foundation, Inc.
January 2, 2002