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October 1, 2002

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Division of Corporations
P. O. Box 6327
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*****43.75 *****43.75

Subject: Articles of Amendment to
Articles of Incorporation of Humanitarian Assistance Corporation

Gentlemen:

Enclosed is the Articles of Amendment to Articles of Incorporation for Humanitarian Assistance Corporation. We have also enclosed our check in the amount \$43.75 for the filing fee (\$35.00) and the certificate of status (\$8.75).

If there is anything further, let me know. Thank you for your gracious and expeditious assistance in this matter.

Sincerely,

Kenneth B. Crenshaw
Kenneth B. Crenshaw

FILED
20 OCT -7 PM 2:48
TALLAHASSEE, FLORIDA
FLORIDA DEPARTMENT OF STATE

KBC:sgb
Enclosures

PS 10/3/02
Amend

ARTICLES OF AMENDMENT

to

ARTICLES OF INCORPORATION

of

HUMANITARIAN ASSISTANCE CORPORATION

Document Number of Corporation: N02000000336

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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 adopted:

ARTICLE III – PURPOSE

This Corporation is organized exclusively for charitable, religious, educational or scientific purposes within the meaning of section 501(c)(3) of the Internal Revenue Code.

The organization is further organized to assist non-governmental organizations, governmental agencies, and other humanitarian organizations in humanitarian projects for the benefit of the people in the various countries, including, without limitation, to assist in the financing of hospitals, medical clinics, development of housing, development of recycling projects and agricultural projects, assistance in training and development of educational opportunities for local people to aid in implementation of the foregoing systems. Under no circumstance shall the corporation engage in any activity which is of a political, military, or religious nature, and further provided, however, as follows:

A. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, directors, officers or other private persons, except that the corporation/organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of Section 501(c)(3) purposes. No substantial part of the activities of the corporation/organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation and the corporation/organization shall not participate in, 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.

B. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by the corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code (or corresponding section of any further Federal Tax Code), or (b) by a corporation,

contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code (or corresponding section of any future Federal Tax Code).

C. In the event of the distribution of this corporation's assets, the same shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code (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.

D. Any other provisions here notwithstanding:

1. The corporation will not engage in any act of self-dealing as defined in Section 4941 of the Internal Revenue Code (or corresponding provisions of any subsequent Federal tax code);

2. The Corporation shall distribute its income for each tax year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code (or corresponding section of any future Federal tax code);

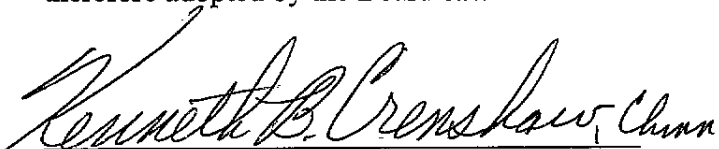
3. The Corporation will not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code (or corresponding section of any future Federal tax code);

4. The Corporation will not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code (or corresponding section of any future Federal tax code); and

5. The corporation will not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code (or corresponding section of any future Federal tax code).

SECOND: The date of adoption of the amendment was September 16, 2002.

THIRD: There are no members entitled to vote on the amendment. The amendment was therefore adopted by the Board of Directors


Kenneth B. Crenshaw, Chairman

9-16-02
Date