

NO 2000004023

(Requestor's Name)

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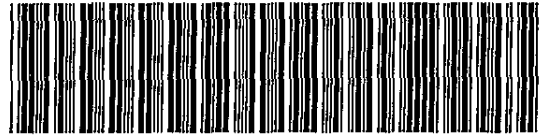
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

no 12/3

**DESPITRE THE ODDS INC.
3920 N.W. 207 ST. RD.
MIAMI, FL. 33055(3055
(305) 626-3935 FAX (305) 624-2071**

December 2, 2002

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Fl 32314
(850) 487-6052

RE: ARTICLES OF AMENDMENT . DESPITE THE ODDS INC. NO2000004023

Dear Sir/adame:

Enclosed are (2) two originals of the Articles of Amendment of DESPITE THE ODDS INC., for filing purposes pursuant to the provision of the section 617.1006, Florida Statutes.

Aslo is enclosed is a check for \$35.00 to cover the filing fee.

Please send a stamped copy of the Articles of Amendment to the undersigned at the above address.

Thank you for your prompt attention:

ATTACH CHECK OR MONEY ORDER HERE

Respectfully,

Glendale Hall
(305) 626-3935

Enclosed (4)

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
DESPITE THE ODDS, INC.**

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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.

amendment adopted
ARTICLES 10 ADDED
ADDITIONAL PROVISION

Resolved that any salaries, wages, together with fringe benefits or other forms of compensation (housing, transportation, and other allowances) paid to or provided our employees, directors, or officers will not exceed in value which is reasonable and commensurate with the duties and working hours associated with such employment and with the compensation ordainly paid persons with similar position or duties.

- a. Said organization is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distribution to organization that qualify as exempt organizationx under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code.
- b. No part of the net earnings of the organization shall inure to the benefits of, distributable to its members, trustees, officers, or other private persons, except the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments distributions in futhereance of the purposes set forth in the purposes clauses hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and their organization shall not participate in, or intervene in (including the publishing, or distribution of statements) any political campaign on the behalf of any candidate for public office. Notwithstanding with any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code , or (b) by an organization , contribution to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.
- c. Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code, or shall bcorresponding section of any future federaltax code, or shall be shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such pirposes.

The date adoption of the amendment was : Date: Dec. 10, 2002

On motion and by unanimous vote by the board of directors, the preceding articles of amendment pf DESPITE THE ODDS INC, were adopted. There are no member or members to vote on the amendments

DESPITE THE ODDS INC,

Wendee Hood
SIGNATURE