

HOLLAND & KNIGHT LLP

One Progress Plaza
200 Central Avenue, Suite 1600
P.O. Box 3542 (ZIP 33731-3542)
St. Petersburg, Florida 33701

727-832-7777
727-832-7448 FAX
www.hkllaw.com

Annapolis
Atlanta
Bethesda
Boston
Brentwood
Chicago
Fort Lauderdale
Houston
Los Angeles
Melbourne
Miami
New York
Northern Virginia
Orlando
Portland
Providence
St. Petersburg
San Antonio

San Francisco
Seattle
Tallahassee
Tampa
Washington, D.C.
West Palm Beach
Holland & Knight LLC
International Offices:
Cape Town
Hong Kong
Mexico City
Rio de Janeiro
São Paulo
Tel Aviv
Tokyo
*Representative Offices

August 10, 2002

MARY L. MAXWELL
727-824-6152
mmaxwell@hkllaw.com

Via Federal Express
Division of Corporations
Secretary of State of Florida
Amendment Section
409 E. Gaines Street
Tallahassee, FL 32399

700007075817--5
-08/13/02--01044--003
*****87.50 *****43.75

- Re: 1) **Change of Name of Pinellas Cares, Inc.**
(Document Number N96000000678) to
211 Tampa Bay Cares, Inc.
2) **Change of Name of 211 Tampa Bay Cares,**
Inc. (Document Number N02000004977)
to Pinellas Cares, Inc.

FILED
02 AUG 13 AM 11:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Gentlemen:

We wish to simultaneously transfer names of two existing nonprofit Florida corporations, and to effect same we enclose for filing the following:

1. **211 Tampa Bay Cares, Inc.;** Enclosed is Articles of Amendment to Articles of Incorporation of 211 Tampa Bay Cares, Inc., to change its name to Pinellas Cares, Inc.
2. **Pinellas Cares, Inc.;** Enclosed is Articles of Amendment to Articles of Incorporation of Pinellas Cares, Inc., to change its name to 211 Tampa Bay Cares, Inc.
3. **Check for filing fees for both in amount of \$87.50.**

N02000004977
NC 378 QM
278 QM
*ent copies

August 10, 2002

Page 2

The change of name is to occur simultaneously.

Please call the undersigned collect at 727-824-6152 if you have any questions.

Thank you.

Very truly yours,

HOLLAND & KNIGHT LLP


MARY L. MAXWELL
Paralegal

Enclosures

STP1 #473776 v1

FILED
02 AUG 13 AM 11:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
211 TAMPA BAY CARES, INC.**

Pursuant to Section 617.1006 of the Florida Statutes, the undersigned Florida nonprofit corporation adopts the following Articles of Amendment to its Articles of Incorporation:

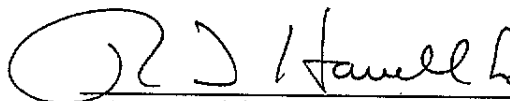
FIRST: Article I of the Articles of Incorporation of 211 TAMPA BAY CARES, INC. (the "Corporation") is hereby amended to read as follows:

"Article I. The name of the corporation is PINELLAS CARES, INC."

SECOND: The date of the adoption of the amendment was July 23, 2002.

THIRD: The amendment was adopted by the sole incorporator of the Corporation, as named in the Articles of Incorporation, there being no Board of Directors or Members of the Corporation entitled to vote on the amendment.

IN WITNESS WHEREOF, the undersigned sole incorporator has executed this Articles of Amendment this 31st day of July, 2002.



Roy G. Harrell, Jr.,
Incorporator

STP1 #472369 v1

FILED
02 AUG 13 AM 11:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

This instrument prepared by:
Roy G. Harrell, Jr., of
HOLLAND & KNIGHT LLP
Florida Bar No. 120405
200 Central Avenue, Suite 1600
St. Petersburg, Florida 33701
Phone: 727-896-7171
Fax: 727-822-8048