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BASIC AMENDMENT
TWAFA-WECARE FOUNDATION, INC.

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ARTICLES OF AMENDMENT
OF
TWAPA-WE CARE FOUNDATION, INC.

The undersigned, president of TWAPA-WE CARE Foundation, Inc., hereby makes, acknowledges and files these Articles of Amendment pursuant to Chapter 617.1001, Florida Statutes.

ARTICLE I

The name of the Corporation is TWAPA-WE CARE Foundation, Inc.

ARTICLE II

The amendment to the Corporation's Articles of Incorporation is as follows:

ARTICLE I

NAME

The name of this corporation is TWAPA-WE CARE Resources, Inc. (the "Corporation"). The initial principal office and mailing address of the Corporation shall be:

c/o Jane W. McMillan
2 S. Biscayne Boulevard
Suite 3750
Miami, FL 33131

ARTICLE III

There are no members of this corporation. This amendment was adopted unanimously by all the Corporation's directors on September 22, 2003.

IN WITNESS WHEREOF, the undersigned have made and subscribed these Articles of Amendment at Miami, Florida, as of this 18 day of December, 2003.

TWAPA-WE CARE Foundation, Inc.

BY: Nancy McGuire
Nancy McGuire, President

Attest: Miles Gauntt
Miles Gauntt, Secretary

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