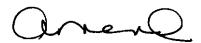
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	FILING	Amend		en e
1.	CORPORATE NAME AND DOCUMEN	T #)		**
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SPECIAL INSTRUCTIONS:

Articles of Amendment				
to Articles of Incorporation FILED				
POP, Inc. 05 NOV -9 PM 2: 24				
(Name of corporation as currently filed with the Florida Dept. loft start STATE TALLAHASSEE, FLORIDA				
N04000003034				
(Document number of corporation (if known)				
Pursuant to the provisions of section 617.1006, Florida Statutes, this <i>Florida Not For Profit Corporation</i> adopts the following amendment(s) to its Articles of Incorporation:				
NEW CORPORATE NAME (if changing):				
(must contain the word "corporation," "incorporated," or the abbreviation "corp." or "inc." or words of like import language; "Company" or "Co." may <u>not</u> be used in the name of a not for profit corporation)				
AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: (BE SPECIFIC) Acticle VTTT - Additional Provisions				
Article VIII - "Additional Provisions" This article is being added to the Articles of Incorporation. (See attacked Page)				
Incorporation. (See attached Page)				

(Attach additional pages if necessary) (continued)

POP, Inc. (Articles of Incorporation: Amendment)

Article VIII - Additional Provisions

Part A.

Said organization is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations under section 501 © (3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Part B.

No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization 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 the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding 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, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Part C.

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501 © (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. 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 purposes.

The date of adoption of tl	ne amendment(s) was: 1 -8-05				
Effective date if applicable: (no more than 90 days after amendment file date)					
	(no more dual >0 days arior datoridation the date)				
Adoption of Amendment	s) (<u>CHECK ONE</u>)				
	e(s) was (were) adopted by the members and the number of votes ent was sufficient for approval.	cast			
	embers or members entitled to vote on the amendment. The vas (were) adopted by the board of directors.				
(By the chai have not be	molly A, Waisares rman or vice chairman of the board, president or other officer- if directors en selected, by an incorporator- if in the hands of a receiver, trustee, or				
_	nothy A. Waisanen (Typed or printed name of person signing)				
	President (Title of person signing)				

FILING FEE: \$35