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GUNDULIA EVANS
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Subject:

AMENDMENT TO ARTICLES OF INCORPORAT

PROJECT SUCCESS, INC., having corporation number N03000004998 amends the following sections of its Articles to reflect the following updates:

AMEND the following article to reflect the following changes:

ARTICLE III A.

A. GOALS

Goal 4: To provide a complete and comprehensive range of services and resources to needy and abused Teen Girls ranging from ages 13 to 19 years. The Resource Center will help the Targeted Group rebuild the self-respect, self-esteem, self-image, and character to enable them to meet the demands of life and will include a warehouse of 'needful things'-(an interlocking network of Community and Professional programs).

Goal 5: To provide a one-stop Basic Needs Facility which includes Housing for Expectant Mothers that will interface with the Resource Center to offer a comprehensive Child Caring and Training programs to assist the Teen Moms (through 19 years) in obtaining their GED or Diploma and other relevant Certifications. This component will provide Temporary Housing for up to twelve (12) Months and assist in the attainment of permanent housing for those clients who qualify. The housing unit will include a Professional Salaried Staff and Volunteers, including students, aspiring to become Professional Service Providers.

Goal 6: To establish a an effective and flexible technology in Mentoring and counseling families whose children are at risk of being or must be removed for reasons of Health or Safety, and to utilize said technology for curriculum development and instructional strategies to enhance the proper development of Teen Girls and Teen Moms.

The enclosed amendments were adopted at a Special Meeting called by the President on April 5, 2005 held at the main office located at 820 Reid Street, Palatka, Florida 32177 and was attended by the President, Vice President and the Secretary/Treasurer. There are no members or members required to vote on the amendment which was adopted by the Board of Directors.

GWENDOLYN B. EVANS President/ Director

160 RIVER DRIVE

EAST PALATKA, FLORIDA 32131