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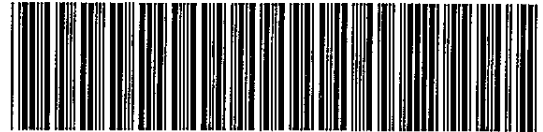
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OK Amc

BLAIR M. JOHNSON, P.A.
ATTORNEY AT LAW
P. O. BOX 770496
425 S. DILLARD STREET
WINTER GARDEN, FLORIDA 34777-0496

(407) 656-5521

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June 14, 2005

Department Of State
Division Of Corporation
Attention: Amendment Division
The Capitol
409 East Gaines Street
Tallahassee, Florida 32399

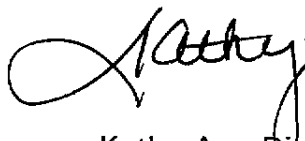
re: Heaven Cent, Inc.

Dear Reader:

Enclosed for filing is the original of the Articles Of Amendment. Also enclosed is a check in the amount of **\$35.00** representing payment of the filing fee. Please file the original Articles Of Amendment changing the officers and directors of **Heaven Cent, Inc.** and return a filing receipt to the undersigned in the enclosed self-addressed stamped envelope.

Thank you for your courtesies in this matter.

Sincerely,



Kathy Ann Dickey
Legal Secretary to
Blair M. Johnson, Esquire

kad
Enclosures

**ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
HEAVEN CENT, INC.**

**TO: Department Of State
Tallahassee, Florida 32304**

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TALLAHASSEE, FLORIDA

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

1. The name of the corporation is presently **HEAVEN CENT, INC.**
2. The following Amendment To The Articles Of Incorporation was adopted by the directors of the corporation on **December 31, 2004**, in the manner prescribed by the *FLORIDA NOT FOR PROFIT CORPORATION ACT*, to-wit:

A. The following individuals shall be the Directors of the corporation:

Arthur Knapp
Post Office Box 908
Oakland, Florida 34760

Tiffany Lobo
14139 Country Estate Drive
Winter Garden, Florida 34787

Scott Kramer
511 East Lake Sue Avenue
Winter Park, Florida 32789

B. The following language is inserted into the articles:

- 1.) Said organization exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under such section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.
- 2.) 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 other 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.

- 3.) 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 corresponding section of any future federal tax code, or shall be distributed to the federal government, or any state or local government, for a public purpose. Any 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.

3. The number of directors entitled to vote on this Amendment was one (1).

4. The number of directors who voted for such amendment was one (1); and the number of directors who voted against such amendment was none (0).

Dated: June 10, 2005.

HEAVEN CENT, INC.

BY: 

TIFFANY LOBO - Director

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, a Notary Public, personally appeared **TIFFANY LOBO**, to me known to be the person described as Director of **HEAVEN CENT, INC.** and who executed the foregoing Amendment Articles Of Amendment To The Articles Of Incorporation Of **HEAVEN CENT, INC.** and acknowledged before me that she subscribed to these Articles on June 10, 2005.


Notary Public
My commission expires:

