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TO: Amendment Section Division of Corporations

NAME OF CORPORATION: The Hugs & Kisses Foundation, Inc.		
DOCUMENT NUMBER: N0500000504		
The enclosed Articles of Amendment and fee are submitted for filing.		
Please return all correspondence concerning this matter to the following:		
D. Frank Wright, Esq. (Name of Contact Person)		
Wright, Fulford, Moorhead & Brown, P.A.		
(Firm/ Company)		
145 N. Magnolia Avenue		
(Address) Orlando, FL 32801		
(City/ State and Zip Code)		
For further information concerning this matter	; please call:	
D. Frank Wright, Esq. (Name of Contact Person)	at (407) 425-0234 (Area Code & Daytime Telephone Number)	
Enclosed is a check for the following amount:		
	S43.75 Filing Fee & Certified Copy (Additional copy is enclosed) \$52.50 Filing Fee Certificate of Status Certified Copy (Additional Copy is enclosed)	
Mailing Address Amendment Section Division of Corporations P.O. Box 6327 Tallahassee, FL 32314	Street Address Amendment Section Division of Corporations Clifton Building 2661 Executive Center Circle	

Tallahassee, FL 32399

Articles of Amendment to Articles of Incorporation of

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The Hugs & Kisses Foundation, Inc. (Name of corporation as currently filed with the Florida Dept. of State) HASSF N05000000504 (Document number of corporation (if known) Pursuant to the provisions of section 617.1006, Florida Statutes, this Florida Not For Profit Corporation 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 in language; "Company" or "Co." may not 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) See attached.

The date of adoption of the amendment(s) was: October 1, 2005		
Effective date if applicable:		
(no more than 90 days after amendment file date)		
Adoption of Amendment(s) (CHECK ONE)		
The amendment(s) was (were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.		
There are no members or members entitled to vote on the amendment. The amendment(s) was (were) adopted by the board of directors.		
Signature Accepted (By the chairman or vice chairman of the board, president or other officer- if directors have not been selected, by an incorporator- if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary.)		
Stacey L. Wright		
(Typed or printed name of person signing)		
President / Director / Incorporator		
(Title of person signing)		

FILING FEE: \$35

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION FOR THE HUGS & KISSES FOUNDATION, INC.

Pursuant to the provision of section 617.1006, Fla.Stat., this Florida nonprofit corporation adopts the following articles of amendment to its Articles of Incorporation:

FIRST: Article III of the original Articles of Incorporation is amended to read as follows:

This corporation is organized exclusively for charitable purposes under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

SECOND: Article VIII is added to the original Articles of Incorporation, and shall read as follows:

Upon the dissolution of this 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 to a state or local government, for a public purpose.

THIRD: The date of each amendment's adoption shall be October 1, 2005.

FOURTH: Adoption of the foregoing amendments was approved by the members. The number of votes case for the amendments were sufficient for approval.

Stacev L. Wright, President