

N05000004427

(Requestor's Name)

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PICK-UP WAIT MAIL

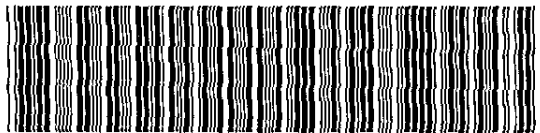
(Business Entity Name)

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TALLAHASSEE, FLA.

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1 Also admitted in Virginia and Maryland
2 Also admitted in Maryland
3 Also admitted in Pennsylvania
4 Certified Mediator

August 19, 2005

VIA DHL OVERNIGHT MAIL
PERSONAL AND CONFIDENTIAL

Attn: Anna Chestnut
Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

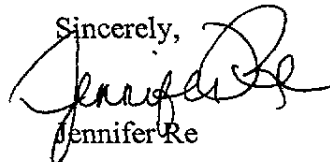
**RE: Amendment to the Articles of Incorporation
Direct Aid for Latin America, Inc.
Document No. N05000004427
Our File No. 298001**

Dear Anna:

Pursuant to our telephone conferences today, enclosed please find our firm's check no. 6959, in the amount of \$52.50 to cover the applicable fees for filing, a Certificate of Status and a Certified Copy of the Articles of Amendment Direct Aid for Latin America, Inc., which I appreciate you holding for me.

Thank you very much for your courtesy and kind assistance.

Sincerely,



Jennifer Re

JMR/ph
Enclosure

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August 18, 2005

VIA DHL OVERNIGHT MAIL

Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

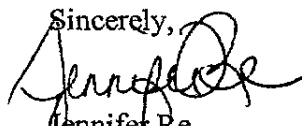
**RE: Amendment to the Articles of Incorporation
Direct Aid for Latin America, Inc.
Document No. N05000004427
Our File No. 298001**

Dear Sir or Madam:

Enclosed for filing, please find the original plus one (1) copy of the Amendment to the Articles of Incorporation for Direct Aid for Latin America, Inc, along with our firm's check no. 6959 in the amount of \$52.50 to cover the applicable fees for filing, a Certificate of Status and a Certified Copy.

As we are in immediate need of the Certified, filed Articles of Amendment, we have enclosed a pre-addressed, shipping-paid Federal Express envelope for return of the documents.

Please do not hesitate to contact me at (561) 395-4747 or via e-mail at jmr@sandhlawfirm.com, should you have any questions or require anything further. Thank you in advance for your kind cooperation and prompt attention to this matter

Sincerely,

Jennifer Re

JMR/ph
Enclosures

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3301 N. W. Boca Raton Blvd., Suite 200, Boca Raton, FL 33431 Ph: (561) 395-4747 Fax: (561) 367-1550
jmr@sandhlawfirm.com

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Direct Aid for Latin America, Inc.

DOCUMENT NUMBER: N05000004427

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

David J. Pascuzzi, Esquire
(Name of Contact Person)

Schwartz & Horwitz, PLC
(Firm/ Company)

3301 NW Boca Raton Boulevard, Suite 200
(Address)

Boca Raton, FL 33431
(City/ State/ and Zip Code)

For further information concerning this matter, please call:

David J. Pascuzzi, Esquire at (561) 395-4747
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- | | | | |
|--|---|--|---|
| <input type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee & Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed) | <input checked="" type="checkbox"/> \$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
409 E. Gaines Street
Tallahassee, FL 32399

850-245-6050

**Articles of Amendment
to
Articles of Incorporation
of
DIRECT AID FOR LATIN AMERICA, INC.**

Document No. N05000004427

FILED
05 AUG 19 AM 10:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 617.1006, Florida Statutes, this *Florida Not for Profit Corporation* adopts the following amendments to its Articles of Incorporation:

AMENDMENT ADOPTED: The following Article VII is to be added to the Articles of Incorporation originally filed on April 29, 2005:

ARTICLE VIII

This *Florida Not for Profit Corporation* ("organization") shall operate under the following provisions:

- a. Said organization is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code.
- 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 any 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 legislations, 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 the 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 further 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.
- c. 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 further 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 the amendment was: August 17, 2005.

Effective Date: August 17, 2005.

Adoption of Amendment: (CHECK ONE)

- The amendment was 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 was adopted by the board of directors.

Signed this 17th day of August, 2005.

Signature: Joseph R. Luchian
Joseph R. Luchian, Sole Member and President