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'Monday, January 29, 2007

Florida Department of State Division of Corporations

Enclosed are two copies of the form to amend articles of incorporation of a Florida Not for Profit Corporation.

Check for \$52.50

Thank you,

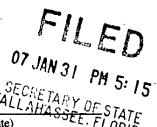
Thomas K. O'Neill Give a Kid a Camera, Inc

COVER LETTER

TO: Amendment Section Division of Corporations

NAME OF CORPORATION: Give a Kie	d a Camera, Inc.
DOCUMENT NUMBER: N060000093	907
The enclosed Articles of Amendment and fee	are submitted for filing.
Please return all correspondence concerning to	his matter to the following:
Thomas O'Neill	
	Contact Person)
Give a Kid a Camera	
(Firm	/ Company)
•	• .
1514 10th Avenue West	
(1	Address)
	_
Bradenton Florida, 3420	
(City/ Sta	te and Zip Code)
For further information concerning this matter	r, please call:
·	
Thomas O'Neill	at (941) 705-0648
(Name of Contact Person)	(Area Code & Daytime Telephone Number)
Enclosed is a check for the following amount:	
□\$35 Filing Fee □\$43.75 Filing Fee & Certificate of Status	□\$43.75 Filing Fee & □\$52.50 Filing Fee Certified Copy (Additional copy is enclosed) □\$52.50 Filing Fee Certificate of Status Certified Copy (Additional Copy is enclosed)
Mailing Address	Street Address
Amendment Section	Amendment Section
Division of Corporations P.O. Box 6327.	Division of Corporations Clifton Building
Tallahassee, FL 32314	2661 Executive Center Circle
	Tallahassee, FL 32301

Articles of Amendment to Articles of Incorporation of



Give a Kid a Camera Inc.

(Name of corporation as currently filed with the Florida Dept. of State)

N06000009387

(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)

<u>AMENDMENTS ADOPTED</u>- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: (<u>BE SPECIFIC</u>)

Articles being amended.

Article III Purpose

Section 1

Said corporation is organized exclusively for charitable, religous and educational 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 the corresponding section of any future federal tax code. This corporation is organized to introduce photography paired with writing to economically disadvantaged children as a means of artistic and creative expression. We will serve children of diverse cultures and backgrounds giving them the opportunity to learn from professionals in the journalism field.

Articles of Amendment to Articles of Incorporation of

Give a Kid a Camera Inc.

(Name of corporation as currently filed with the Florida Dept. of State)

N06000009387

(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 ir
language; "Company" or "Co." may not be used in the name of a not for profit corporation)	′

<u>AMENDMENTS ADOPTED</u>- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: (BE SPECIFIC)

Articles being amended

Article III Purpose

Section 2

No part of the organization's assets will inure to the benefit of any private individual. No substantial part of the activities may include carrying on propaganda or otherwise attempting to influence legislation (except as provided for in subsection 501 (h), or participating in or intervening in (including the publishing or distribution of statements) any political campaign on behalf of (or in oppostion to) any candidate for public office. The purposes may include 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.

Articles of Amendment to Articles of Incorporation of

Give a Kid a Camera. Inc.		
(Name of corporation as currently filed with the Florida Dept. of State)		
N00000007		
N0600009387		
(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 <u>not</u> be used in the name of a not for profit corporation)		
<u>AMENDMENTS ADOPTED</u> - (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: (<u>BE SPECIFIC</u>)		
Articles being amended Article III Purpose Section 3		
Upon dissolution of this organization, assets will be distributed for one or more		
exempt purposes within the meaning of Internal Revenue Code section		
501 (c) (3), or corresponding section of any future federal tax code,		
or will be distributed to the federal government, or to a state of local governmen		
for a public purpose.		
· .·		
(Attach additional pages if necessary) (continued)		
/		

The date of adoption of the amendment(s) was: January 29 2007
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 (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.)
Thomas K O'Neill
(Typed or printed name of person signing)
President
(Title of person signing)

FILING FEE: \$35