

NU8000001019

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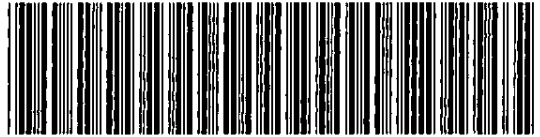
(Business Entity Name)

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Paint My Charity, Inc.
www.paintmycharity.com
20703 Celeste Circle
Cupertino, California 95014
(800) 715-4028

March 7, 2008

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

To: Amendment Section Division of Corporations

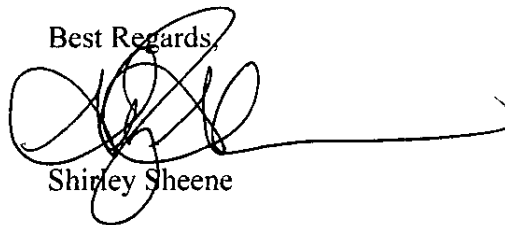
RE: STRUT-N-RUT OUTDOOR ADVENTURES INC. Articles of Amendment
Document Number: N08000001019

Enclosed, please find one original and one copy of the Articles of Amendment for STRUT-N-RUT OUTDOOR ADVENTURES INC. A check payable to the Florida Department of State in the amount (\$35) has also been enclosed for filing purposes.

Please return the file-stamped copy of the Articles of Amendment to:

Paint My Charity, Inc.
20703 Celeste Circle
Cupertino, California 95014

Best Regards,

A handwritten signature in black ink, appearing to read 'Shirley Sheene', with a long horizontal flourish extending to the right.

Shirley Sheene

**Articles of Amendment
To
Articles of Incorporation
Of
STRUT-N-RUT OUTDOOR ADVENTURES INC.**

Document Number: N08000001019

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

Amendments Adopted:

Article II: Article II shall be amended to read as follows:

The principal place of business address shall be:

10845 Island Grove Road
Clermont, Florida 34711

Article III: Article III shall be added to read as follows:

PURPOSE: STRUT-N-RUT OUTDOOR ADVENTURES INC. is a PUBLIC BENEFIT nonprofit corporation that is organized and operated exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code. Specifically, this nonprofit corporation is organized and operated to provide relief to poor, underprivileged, handicapped, and terminally ill children, by encouraging them to actively engage and discover every aspect of the great outdoors, through participating in a wide variety of outdoor activities, including hiking, hunting, horseback riding, and fishing, and to provide invaluable education to children on the importance of conserving and nurturing our environment, being safe in the outdoors, and being attentive to the needs of animals, and to help such children in need overcome their hardships and difficulties through fulfilling each child's dream through fantastic opportunities in the great outdoors.

No part of the net earning of the corporation shall inure to the benefit of, or be distributable to its members, directors, officers, or other private persons, except that the corporation 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 above. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation 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 provisions, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from Federal Income Tax under section 501(c)(3) of the Internal Revenue Code, or corresponding provisions of any future United States Internal Revenue Code.

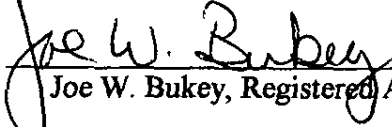
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TALLAHASSEE FLORIDA

Article V: Article V shall be amended to read as follows:

The name and Florida street address of the Registered Agent shall be:

Joe W. Bukey
10845 Island Grove Road
Clermont, Florida 34711

I certify that I am familiar with and accept the responsibilities of Registered Agent.


Joe W. Bukey, Registered Agent

Article VII: Article VII shall be amended to read as follows:

The initial officers and directors of the corporation shall be:

Joe W. Bukey
President/Director
10845 Island Grove Road
Clermont, Florida 34711

Phillip L. Sandlin Jr.
Vice President/Director
9016 Jupiter Drive
Saint Cloud, FL 34773

Sonny A. Hancock
Treasurer/Director
9115 Lincoln Road
Saint Cloud, FL 34773

John Shull Jr.
Secretary/Director
2325 Lees Court
Bartow, FL 33830


Article IX: Article IX shall be added to read as follows:

DISSOLUTION: Upon the dissolution or winding up of the corporation, its assets remaining after payment of, or provision for payment of, all debts and liabilities of this corporation, shall be distributed to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for charitable or educational purposes and which has established its tax-exempt status under Section 501(c)(3) of the Internal Revenue Code.

The date of adoption of the amendments was: March 5, 2008

Adoption of Amendments: The amendments were adopted by the members and the number of votes for the amendment was sufficient for approval.

Signature


Joe W. Bukey
President