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Amend
9.23.08

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

9

September 11, 2008

Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

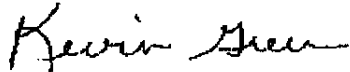
To Whom It May Concern,

Enclosed please find articles of amendment for Heart of an Angel, Inc.
Please file as appropriate. If you have any questions or need further
information, please feel free to contact us at 904-332-6500 or write to:

P.O. Box 24668
Jacksonville, FL 32241

Thank you for your time and assistance in this matter.

Sincerely,

A handwritten signature in cursive script that reads "Kevin Green".

Kevin Green, C.P.A.

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

**HEART OF AN ANGEL, INC.
Document Number N08000002370**

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 617.1006, Florida Statutes, this Florida Not For Profit Corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Add Article VIII – DISPOSITION OF ASSETS:

Upon dissolution of this corporation, any remaining assets will be used exclusively for exempt (charitable) purposes.

SECOND: Amendment to Article VII.

Add as directors:

MARY PRESSLEY
4158 ARIKAREE COURT
JACKSONVILLE, FL 32223

MATT LINDERT
675 SELVA LAKES CIRCLE
ATLANTIC BEACH, FL 32233

DON CRAWFORD
12745 W. BURNING TREE LANE
JACKSONVILLE, FL 32223

JUNE CRAWFORD
12745 W. BURNING TREE LANE
JACKSONVILLE, FL 32223

MEGAN FENCER
675 SELVA LAKES CIRCLE
ATLANTIC BEACH, FL 32233

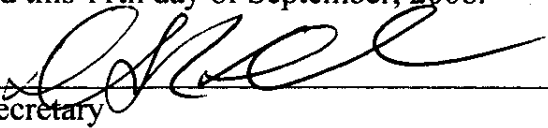
THIRD: The date of the amendments' adoption: September 11, 2008

FOURTH: The amendment was adopted by the board of directors. The number of votes cast for the amendment was sufficient for approval.

Signed this 11th day of September, 2008.

Signature

Secretary

A handwritten signature in black ink, appearing to be "C. M. Lee", is written over a horizontal line. The signature is cursive and stylized.