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Amend
@ 10/7/08

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Hesed Kids Charitable Foundation, Inc.

DOCUMENT NUMBER: N08000007923

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

Please return all correspondence concerning this matter to the following:

Oselia Y. Espinal

(Name of Contact Person)

Packman, Neuwahl & Rosenberg

(Firm/ Company)

1500 San Remo Avenue Suite 125

(Address)

Coral Gables, FL 33146

(City/ State and Zip Code)

For further information concerning this matter, please call:

Oselia Espinal

(Name of Contact Person)

at (305) 665-3311

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

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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 32301

**AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
HESED KIDS CHARITABLE FOUNDATION, INC.**

FILED
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DIVISION OF CORPORATIONS
08 SEP 29 PM 12:26

The undersigned does hereby execute, acknowledge and file the following Amendment to the Articles of Incorporation of HESED KIDS CHARITABLE FOUNDATION, INC.

1. The name of the Corporation is currently:

HESED KIDS CHARITABLE FOUNDATION, INC.
2. The date of the filing of the Articles of Incorporation was August 22, 2008.
3. The Articles of Incorporation are amended as follows:
 - a. By deleting all of Article VII hereof, and by substituting in lieu thereof, all of the following:

ARTICLE VII

The business of this corporation shall be managed by the Board of Directors. The corporation shall have nine (9) directors initially. The directors shall be elected in the manner stated in the bylaws of the corporation. The number of directors may be increased or decreased from time to time by the Bylaws.

The names and addresses of the persons who are to serve as Officers and Directors for the ensuing year or until the first annual meeting of the corporation are:

NAMES

ADDRESSES

Roxana Muñoz
President/Treasurer/Director

670 East 9 Lane
Hialeah, FL 33010

Mildred Pol
Assistant Treasurer/Director

7896 SW 12 Street
Miami, FL 33144

Oneida Collado
Vice President/Director

1307 NW 31 Avenue
Miami, FL 33125

Lucy Vega Perez
Assistant Vice President/Director

12240 SW 186 Street
Miami, FL 33177

Martica Careaga
Assistant Secretary/Director

11319 SW 76th Street
Miami, FL 33173

Olga Fernandez
Secretary/Director

6370 SW 19 Terrace
Miami, FL 33155

Maria Ortega
Director

P.O. Box 191525
Miami Beach, FL 33119

Iraida Yocham
Director

10115 SW 91 Terrace
Miami, FL 33176

Jorge Garzon
Director

11800 SW 80 ST. #117
Miami, FL 33183

b. In all other respects, the Articles of Incorporation shall remain unchanged.

4. This Amendment was adopted by a written statement signed by the directors of HESED KIDS CHARITABLE FOUNDATION, INC. on September 22, 2008 pursuant to Section 617.1006 of the Florida Statutes as there are no members of this Corporation.

5. The effective date of this Amendment shall be upon the filing of these Articles of Amendment to Articles of Incorporation with the Secretary of State of the State of Florida.

IN WITNESS WHEREOF, the undersigned, being the President of the above named non-profit corporation, does hereby make and file this Amendment to the Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and executes this Amendment to the Articles of Incorporation this 22nd day of Sept., 2008.

HESED KIDS CHARITABLE FOUNDATION, INC.

BY:


Roxana Munoz, President