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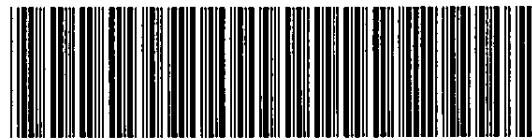
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Amend
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EXAMINER



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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: GROWING MINDS CENTER INC.

DOCUMENT NUMBER: N09000004402

The enclosed *ARTICLES OF AMENDMENT* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Christine Hermsdorfer

Growing Minds Center Inc.

1321 McClelland Avenue, Port St Joe, FL 3245

Email: christineth@aol.com

For further information concerning this matter please call:

Christine Hermsdorfer at (850) 227-4392

\$35 Filing Fee

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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

Articles of Amendment
to
Articles of Incorporation
of
Growing Minds Center, Inc.

Document Number of Corporation: N09000004402

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article III. Purposes, Paragraph A.

Paragraph A. is amended to correct typographical errors in the IRS code description and paragraph A. is hereby replaced in its entirety by the following:

A. The purposes for which Growing Minds Center, Inc. are organized is to provide center based therapy to children with autism and other developmental disabilities giving them the optimal potential to function and thrive in mainstream society. This organization is organized exclusively for charitable, educational and scientific purposes under Section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Article III. Purposes, Paragraph D.

Paragraph D. is amended to add additional language and Paragraph D. is hereby replaced in its entirety with the following:

D. No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate or intervene in any political campaign (including the publication or distribution of statements) on behalf of any candidate for public office. 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 pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. Notwithstanding any other provision of this 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 future 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.

Article IV Paragraph C. The Directors are being amended as follows:

Paragraph C. is amended to remove the initial six (6) member Board of Directors and replace them with a new five (5) member Board of Directors.

Directors being removed:	Christine Hermsdorfer	1321 McClelland Ave.	Port St. Joe, FL 32456
	Stephanie Petrie	151 Canoe Lane	Port St. Joe, FL 32456
	Ladonna Cumbie	9446 CR C30	Port St. Joe, FL 32456
	Tina Whitfield	107 Bellamy Circle	Port St. Joe, FL 32456
	Sherry Sanders	318 Cortez	St. Joe Beach, FL 32456
	Betty Jean Baker	360 Ponderosa Pines Dr	Port St. Joe, FL 32456

Directors being added:

Dana Black	704 Nautilus Drive Port St. Joe, FL 32456
Dr. Elizabeth Curry, M.D.	419 Baltzel Avenue Port St. Joe, FL 32456
Johanna White	107 Saunders Circle Port St. Joe, FL 32456
Margaret Elmer, M.S., Eds.	2106 Cypress Avenue Port St. Joe, FL 32456
Kimberly Franz, M.S., BCBA	209 Virginia Drive Mexico Beach, FL 32410

Article VII.

Article VII. is being amended to correct typographical errors in the IRS code description and the paragraph is replaced in its entirety with the following:

“This corporation is organized pursuant to the corporation’s not for profit law in the State of Florida. This corporation does not contemplate pecuniary gain or profit to the director’s thereof, and it is organized for non-profit purposes.

In the event of dissolution, the assets remaining after payment of, or provision for payment of, all debts and liabilities of this corporation shall be distributed to a non-profit fund, foundation or corporation which is organized and operated exclusively for purposes under Section 501 (c) (3) of the Internal Revenue Code and which has established its tax-exempt status under Chapter 617, Florida Statutes.

The date of each amendment(s) adoption: March 10, 2010
(date)

Effective date: March 10, 2010
(no more than 90 days after amendment 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(s) was/were sufficient for approval. *(directors)*

There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated 3/16/10

Signature Dana Black

(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)

Dana Black

(Type or printed name of person signing)

Director

(Title of person signing)