

N09000006649

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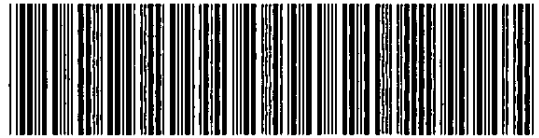
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*Amended 9/28/09
KAL*

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Project: We Care, Inc.

DOCUMENT NUMBER: N09000006649

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

Please return all correspondence concerning this matter to the following:

Robert W. Greene
(Name of Contact Person)

Project: We Care, Inc.
(Firm/ Company)

15152 SW 36th Street
(Address)

Davie, FL 33331
(City/ State and Zip Code)

rgprojectwecare@gmail.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Robert W. Greene at (954) 448-5857
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

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Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | <input type="checkbox"/> \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy
is enclosed) |
|--|--|---|--|

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
PROJECT: WE CARE, INC.

N09000006649
DOCUMENT NUMBER OF CORPORATION

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 FOLOWING AMENDMENT(S)
TO ITS ARTICLES OF INCORPORATION:

First: TO AMEND ARTICLE THREE OF THE ARTICLES OF INCORPORATION TO ADD:

I. PURPOSES OF THE CORPORATION:

The organization is organized exclusively for charitable, educational, religious and scientific purposes, within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future Federal tax code.

- (a) This organization shall not discriminate on the basis of political or religious affiliation, marital status, race, color, creed, national origin, gender, age or disability of individuals.
- (b) The corporation shall conduct any and all lawful activities that may or may not be mentioned above, for the furtherance or accomplishment of the foregoing purposes, provided that such activities would not endanger the Corporation's not-for-profit status under section 501(c)(3) of the Internal Revenue Code or corresponding section of any future Federal tax code.

II. INTERNAL REVENUE SERVICE PROHIBITED PROVISIONS:

No part of the net earnings of the corporation/organization shall inure to the benefit of, or be distributable to its members, trustees, directors, officers or other private persons, except that the corporation/organization shall be authorized and empowered to pay reasonable compensation for services rendered and make payments and distributions in furtherance of Section 501(c)(3) purposes set forth in Articles Third hereof.

No substantial part of the activities of the corporation/organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation/organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

Notwithstanding any other provision of these articles, the corporation/organization shall not carry on any other activities not permitted to be carried on (a) by a corporation/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 a corporation/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.)

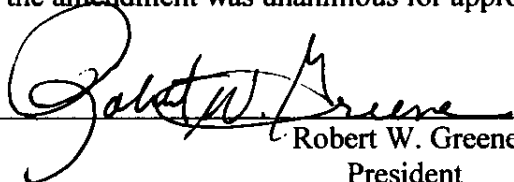
Upon dissolution of this corporation/organization assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, i.e. charitable, educational, religious or scientific, or corresponding section of any future Federal tax code, or shall be distributed to the Federal government, or to a state or local government for a public purpose. However, if the named recipient is not then in existence or no longer a qualified distributee, or unwilling or unable to accept the distribution, then the assets of this corporation/organization shall be distributed to a fund, foundation or corporation organized and operated exclusively for the purposes specified in Section 501(c)(3) of the Internal Revenue Code (or corresponding section of any future Federal tax code.)

Second: The date of adoption of the amendment(s) was the: 21st day of September, 2009.

Third: Effective date if applicable: _____.

Fourth: Adoption of Amendment: Membership approval not required. Membership shall consist only of the members of the board of directors. The directors adopted the amendment and the number of votes cast for the amendment was unanimous for approval.

Signature


Robert W. Greene
President