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TALLAHASSEE, FLORIDA

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*Amend
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10-16-09*

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: HATUA INTERNATIONAL INC.

DOCUMENT NUMBER: N09000009387

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

Please return all correspondence concerning this matter to the following:

KASEY A SOUSA

(Name of Contact Person)

HATUA INTERNATIONAL INC.

(Firm/ Company)

9838 OLD BAYMEADOWS ROAD #313

(Address)

JACKSONVILLE, FL 32256

(City/ State and Zip Code)

INFO@HATUAINTERNATIONAL.ORG

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

CHRISTOPHER GARSON

(Name of Contact Person)

at (904) 343-0136

(Area Code & Daytime Telephone Number)

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

\$35 Filing Fee

\$43.75 Filing Fee &
Certificate of Status

\$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

\$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

HATUA INTERNATIONAL INC.

(Name of Corporation as currently filed with the Florida Dept. of State) **SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

NO9000009387

(Document Number of Corporation (if known))

Pursuant to the provisions of section 617.1006, Florida Statutes, this **Florida Not For Profit Corporation** adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

*The new name must be distinguishable and contain the word "corporation" or "incorporated" or the abbreviation "Corp." or " Inc." **Company** or **Co.** may not be used in the name.*

B. Enter new principal office address, if applicable:

*(Principal office address **MUST BE A STREET ADDRESS**)*

C. Enter new mailing address, if applicable:

*(Mailing address **MAY BE A POST OFFICE BOX**)*

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent: _____

New Registered Office Address: _____ *(Florida street address)*

_____, Florida _____
(City) (Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Signature of New Registered Agent, if changing

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:
(Attach additional sheets, if necessary)

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
			<input type="checkbox"/> Add <input type="checkbox"/> Remove
			<input type="checkbox"/> Add <input type="checkbox"/> Remove
			<input type="checkbox"/> Add <input type="checkbox"/> Remove

E. If amending or adding additional Articles, enter change(s) here:
(attach additional sheets, if necessary). (Be specific)

PLEASE FILE ATTACHED AMENDMENT.

HATUA INTERNATIONAL, INC.
EIN: 27-0997219

HATUA INTERNATIONAL, INC.
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AMENDMENT TO ARTICLES OF INCOPORATION
OCTOBER 10, 2009

ARTICLE I.

Purpose

The purpose of this document is to amend the Articles of Incorporation (“Organizing Document”) of Hatua International Inc. filed with the State of Florida Department of State on September 25, 2009 with document number N0900009387 (“Original Document”) by adding and/or changing the following information:

1. The bylaws as to which Hatua International Inc. is governed,
2. The tax-exempt and charitable purposes of Hatua International Inc.,
3. Details regarding the adoption of a conflict of interest policy,
4. Dissolution; donation dispersal; and Board of Directors voting procedures,
5. Board of Directors election and removal procedures,
6. Policies for handling intellectual property, and
7. Descriptions of various charitable and educational activities which Hatua International Inc. conducts.

ARTICLE II.

Statement of Corporate Purpose

1. This Article is to amend Article III of the Original Document.
2. Hatua International Inc. is incorporated and organized in the State of Florida to operate exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding provision of any future United States Internal Revenue law), more specifically:
 - (a) To use innovative techniques and technology to raise funds for and educate the public on global hunger.
 - (b) To support and provide information to independent clubs formed for the purposes of fighting world hunger as described in Article IV, Paragraph 4, Subparagraph (c).

3. Furthermore, Hatua International Inc. shall not carry out propaganda or any other attempt to influence legislation or participate in any political campaigns.
4. The corporation shall not engage in any transaction or permit any act or omission which shall serve to deprive it of its tax-exempt status under section 501(c)(3) of the Code.
5. Hatua International Inc. shall not in any manner or to any extent participate in, or intervene in, any political campaign on behalf of any candidate for public office; nor shall it engage in any “prohibited transaction” as defined in Section 503 (b) of the Internal Revenue Code of 1986.

ARTICLE III.

Dissolution

1. In the event of dissolution or liquidation of Hatua International Inc, any and all assets then remaining shall be distributed among such other organizations which at the time shall be classified as exempt organizations described in Section 501 (c)(3) as the Board of Directors shall determine, such that said assets may be used for purposes consistent with those described above in Article II, Paragraph 1, subparagraphs (a) and (b) and in Article III of the Original Document.

ARTICLE IV.

Activities and Operation

1. Hatua International Inc. will serve to create and implement innovative modes of fundraising for the relief of global hunger.
2. Hatua International Inc. will use fundraising techniques that also serve to educate on, and reinforce recognition of, global hunger.
3. Additionally, Hatua International Inc. will organize and support dependent organizations, aimed at educating peers and participating in fundraising activities.
4. For the purposes described above, Hatua International Inc. is to participate in the following activities:
 - (a) Special Programs for Fundraising
 - i. Hatua International Inc. will execute special programs for raising funds intended exclusively for direct feeding purposes. The special programs will be the solicitation and collection of small donations through multiple media: applications in social networking environments, mobile device applications, and special relationships with local businesses; said donations will be directed exclusively to

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organizations which carry out the delivery of food to the hungry with that particular allocation.

(b) Website

- i. Hatua International Inc. will maintain a public website on the Internet for purposes of collecting non-solicited donations, for executing any electronic fundraising programs as described in the above section, and providing an outlet for various educational programs related to global hunger.

(c) Organizing and Supporting Independent Clubs

- i. Hatua International Inc. may engage in organizing, supporting, and providing information to independent, non-incorporated clubs that aid in the fulfillment of its charitable goals.

(d) Traditional Fundraising

- i. Hatua International Inc. will carry out general solicitation from the public and from other institutions. The Board of Directors will solicit people of the general public with which they have contact and will personally make contact with other institutions, private and governmental, with the intent of securing funds or grants for Hatua International Inc.

(e) Education

- i. Hatua International Inc. will seek to educate the general public on global hunger through personal interaction of the Board of Directors with the public, participation in and organization of events, and through electronic mass-media.

(f) Research

- i. Hatua International Inc. may conduct and publish research directly related to global hunger for the purpose of improving the above listed activities.

ARTICLE V.
Compensation

1. Hatua International Inc. shall be authorized and empowered to pay only reasonable, fair-market compensation for contracted and employed services, as determined by the Board of Directors through the voting procedures described in Article XIII.
2. Contracted services shall not be provided by any member of the Board of Directors nor by any entity of which a member of the Board of Directors has a business relationship.

HATUA INTERNATIONAL, INC.
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3. The Board of Directors must approve any compensation to employees or outside entities with the voting procedures set forth in Article XIII before its dispersal and such dispersal will be fully documented.
4. No member of the Board of Directors shall be compensated to any extent through fixed or non-fixed payments other than reimbursement of costs personally incurred (of which Hatua International Inc. would otherwise have incurred) while fulfilling duties directly related to the tax-exempt activities explained in Article IV.

ARTICLE VI.
Grant and Donation Dispersal Guidelines

1. Any earnings or property, at the discretion of the Board of Directors unanimous vote consistent with the voting procedures set forth in Article XIII, may be donated or granted to other organizations which share consistent tax-exempt purposes with Hatua International Inc. as described in Article II of this document.
2. Any funds raised for the purpose of directly feeding the hungry shall be donated to organizations, chosen at the discretion of the Board of Directors, which participate in the delivery of foodstuffs by allocating donations exclusively for said purpose.
3. Any resulting grant or donation dispersed by Hatua International Inc. shall be fully recorded with the following information:
 - (a) Entity name and tax-exempt classification,
 - (b) Evaluation of its tax-exempt benefits to such organizations and consistency with the charitable activities of Hatua International Inc. described in Article II and Article IV for the purposes of oversight,
 - (c) Voting record from the Board of Directors, and
 - (d) Amount to be donated and/or granted.

ARTICLE VII.
Donation and Grant Acceptance Guidelines

1. In the course of normal tax-exempt activity, Hatua International Inc. may accept monetary donations or grants from any entity in accordance with any program with the unanimous approval from the Board of Directors with the voting procedures described in Article XIII.
2. Also, Hatua International Inc. may accept donations of real and intellectual property exclusively for the tax-exempt purposes described in Article II.

3. Donors of monetary, real, or intellectual property may, but are not required to, stipulate conditions for allocation only to specific activities described in Article II and Article IV subsequent to the unanimous acceptance of the Board of Directors consistent with the voting procedures set forth in Article XIII.
4. Specific use, agreements formed, and stipulated conditions regarding donations of monetary, real, and intellectual property must be consistent with the tax-exempt charitable activities set forth in section 501(c)(3) of the Internal Revenue Code.

ARTICLE VIII.

Fundraising

1. Hatua International Inc. will solicit sponsors and funds in-person and through normal tax-exempt activities as described in Article IV, Paragraph 4 with appropriate solicitation licenses from the applicable states of operation.

ARTICLE IX.

Handling of Intellectual Property

1. In the course of normal operation, Hatua International Inc. may acquire, buy, sell, create, and donate intellectual property with the unanimous vote of the Board of Directors consistent with the voting procedures set forth in Article XIII.
2. Hatua International Inc. shall not engage in intellectual property purchases, sales, donations, or transfers that do not directly relate to its tax-exempt and charitable activities.
3. Hatua International Inc., in connection with no other individual or organization, shall retain all rights associated with such property.

ARTICLE X.

Conflict of Interest Policy

1. Hatua International Inc. shall maintain a separate conflict of interest policy consistent with similarly situated tax-exempt organizations.
2. The conflict of interest policy will be examined yearly and changes may be proposed by any member of the Board of Directors.
3. Any proposed changes will be amended consistent with the Board of Directors' voting procedures set forth in Article XIII.

ARTICLE XI.
Board of Directors

1. The members of the Board of Directors are to be defined in this amendment and with every subsequent amendment to the Original Document.
2. Any changes to the members of the Board of Directors require this document to be amended with such changes.
3. All members of the Board of Directors are to share a common title.
4. The Board of Directors shall be three members.

ARTICLE XII.
Amendments to the Organizing Document

1. Amendments to the Organizing Document may be proposed by any member of the Board of Directors.
2. Amendments will subsequently be subject to a unanimous vote consistent with the voting procedures set forth in Article XIII.
3. Any passing amendments will generate a separate document detailing changes to specific articles and be filed in accordance with state and federal laws.

ARTICLE XIII.
Board of Directors Voting Procedures

1. The successful passing of all matters requires a unanimous vote from all members of the Board of Directors with no abstentions.
2. All votes are to be recorded on a voting document signed by all members of the Board of Directors detailing his or her vote and kept on record.

ARTICLE XIV.
Board of Directors Election and Removal Procedures

1. The removal procedure for a member of the Board of Directors must be consistent with the voting procedures described in Article XIII and may be initiated at any time by any member.
2. The addition of a member of the Board of Directors must follow the removal of a previous member.

HATUA INTERNATIONAL, INC.
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3. The subsequent addition of a new member of the Board of Directors must be consistent with the voting procedures described in Article XIII and may be initiated at any time by any member.

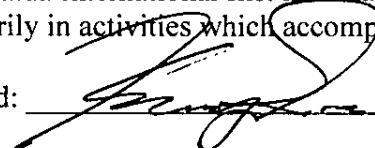
ARTICLE XIV.

Members of the Board of Directors

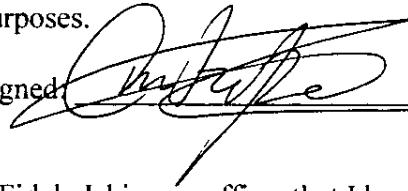
1. The members of the Board of Directors, consistent with the Organizing Document, are defined as follows:
 - (a) KASEY A SOUSA, President
 - (b) CHRISTOPHER J GARSON, President
 - (c) FIDELE ISHIMWE, President

SO ADOPTED.

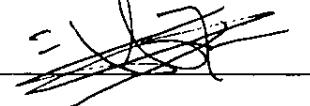
I, Kasey A. Sousa, affirm that I have received a copy of the above amendment, read and understand it, and agree to abide by the stated guidelines. I also affirm that I understand that Hatua International Inc. is a charitable and tax-exempt organization and must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

Signed:  Date: 10/11/2009

I, Christopher J. Garson, affirm that I have received a copy of the above amendment, read and understand it, and agree to abide by the stated guidelines. I also affirm that I understand that Hatua International Inc. is a charitable and tax-exempt organization and must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

Signed:  Date: 10/11/2009

I, Fidele Ishimwe, affirm that I have received a copy of the above amendment, read and understand it, and agree to abide by the stated guidelines. I also affirm that I understand that Hatua International Inc. is a charitable and tax-exempt organization and must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

Signed:  Date: 10/11/2009

The date of each amendment(s) adoption: 10/11/2009
(date of adoption is required)

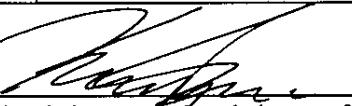
Effective date if applicable: 10/11/2009
(no more than 90 days after amendment file date)

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.

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 10-11-2009

Signature 
(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)

Kasey Sousa
(Typed or printed name of person signing)

President
(Title of person signing)