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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

MAR 15 2012  
T. ROBERTS

**COVER LETTER**

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: **Here We Grow Foundation Inc**

DOCUMENT NUMBER: **N10000010334**

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

Please return all correspondence concerning this matter to the following:

**Yvonne Pierre**

(Name of Contact Person)

(Firm/ Company)

**1171 Martin Luther King Jr Ave Ste 200**

(Address)

**Dunedin, FL 34698**

(City/ State and Zip Code)

**herewegrowfoundation@ymail.com**

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

For further information concerning this matter, please call:

**Yvonne Pierre**

(Name of Contact Person)

at **813 493-5425**

(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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**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**

**FILED**  
12 MAR 14 PM 12:41  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**Here We Grow Foundation Inc**

(Name of corporation as currently filed with the Florida Dept. of State)

N10000010334

(Document number of corporation)

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

Here We Grow Foundation Inc has adopted the following Amendments to our Articles and is hereby filing our Amendments with the Secretary of State. The Amendments do not require approval of members. The Amendments were approved by a sufficient vote of the Board of Directors.

**Amendment 1.**

**Date Adopted March 7, 2012**

Said organization is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under 501(c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

The specific purpose of the organization is to offer valuable resources, assistance and opportunities to children and families residing in Dunedin, FL and its surrounding areas.

**Amendment 2.**

**Date Adopted March 7, 2012**

Upon dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the 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. Any such assets not disposed of shall be disposed of by a Court of Competent Jurisdiction of the County in which the principal office of the Corporation is then located, exclusively for such purposes or to such organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

**Amendment 3.****Date Adopted March 7, 2012**

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of section 501(c)(3) purposes. No substantial part of the activities of the corporation shall be carrying on of propaganda, and the corporation 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.

**Amendment 4.****Date Adopted March 7, 2012**

Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170 (c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

**The date of adoption of the amendments was:**03/07/2012**Adoption of Amendments**

There are no members or members entitled to vote on the amendment. The amendments were adopted by the board of directors.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment this 7th day of March, 2012.

Name Yvonne PierreSignature Title President