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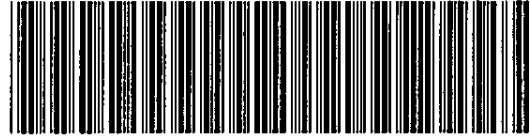
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TALLAHASSEE FLORIDA

JAN 27 2012

T. ROBERTS

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: **Fields of Grace Project, Inc.**

DOCUMENT NUMBER: **N11000011699**

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

Please return all correspondence concerning this matter to the following:

Guy F. Iannello

(Name of Contact Person)

(Firm/ Company)

1881 Leslie Ann Ln

(Address)

Ocoee, FL 34761

(City/ State and Zip Code)

gcawave@yahoo.com

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

For further information concerning this matter, please call:

Guy F. Iannello

(Name of Contact Person)

at **(407) 765-1424**

(Area Code & Daytime Telephone Number)

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

- | | | | |
|---|---|---|---|
| <input checked="" type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee & | <input type="checkbox"/> \$43.75 Filing Fee & | <input type="checkbox"/> \$52.50 Filing Fee |
| Certificate of Status | Certified Copy | Certificate of Status | Certified Copy |
| enclosed) | (Additional copy is | (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**

FILED
12 JAN 27 PM 12:19
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Fields of Grace Project, Inc.

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

N11000011699

(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:

Fields of Grace Project, 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 January 24, 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 build and operate disaster relief centers for the homeless and disabled.

Amendment 2. Date Adopted January 24, 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 January 24, 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 January 24, 2012**

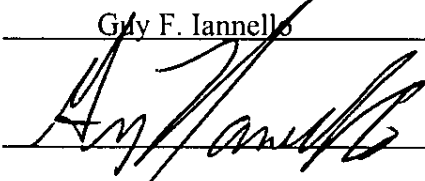
Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax 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:01/24/2012**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 24rd day of January, 2012.

Name Guy F. Iannello

Signature 

Title President