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**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** Fair Chance Corp

**DOCUMENT NUMBER:** N12000009621

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

Please return all correspondence concerning this matter to the following:

Shirley Sheene Day

(Name of Contact Person)

Paint My Charity, Inc.

(Firm/ Company)

19925 Stevens Creek Blvd Suite 100

(Address)

Cupertino, CA 95014

(City/ State and Zip Code)

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

For further information concerning this matter, please call:

Shirley Sheene Day

(Name of Contact Person)

at ( 800 ) 715-4028 x 128

(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*  
**FAIR CHANCE CORP**

**DOCUMENT NUMBER: N12000009621**

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.

Article III shall be amended to read as follows:

Fair Chance Corp is a public benefit nonprofit corporation that is organized and operated exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, including for such purposes, the making of distributions to organizations that qualify as tax-exempt organizations under Section 501(c)(3) of the Internal Revenue Code. Specifically, this nonprofit corporation is organized and operated to provide support and assistance to poor, distressed, and underprivileged individuals residing in South Florida, to give them access to the support and resources essential for them to succeed and lead healthier and more fulfilling lives, and to continually extend our hearts and hands to those in need, such that they could ultimately overcome their hardships and reach their life goals.

No part of the net earning of the corporation shall inure to the benefit of, or be distributable to its members, directors, 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 the purposes set forth above. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of any candidate for public office. Notwithstanding any other provisions, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from Federal Income Tax under section 501(c)(3) of the Internal Revenue Code, or corresponding provisions of any future United States Internal Revenue Code.

Article VIII shall be added to read as follows:

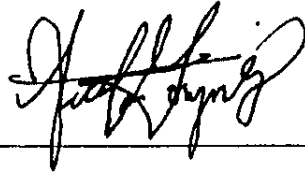
Upon the dissolution or winding up of the corporation, its assets remaining after payment of, or provision for payment of, all debts and liabilities of this corporation, shall be distributed to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for

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charitable or educational purposes and which has established its tax-exempt status under Section 501(c)(3) of the Internal Revenue Code.

The aforementioned amendments were adopted on January 24, 2013.

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

A handwritten signature in black ink, appearing to read "Antonio Gonzalez", is written over a horizontal line.

January 24, 2013

Antonio Gonzalez, President of Fair Chance Corp