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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FEB 24 2015

C. CARROTHERS

HEAVEN ON EARTH INTERNATIONAL MINISTRIES INC.

**2766 BIG TIMBER DR
KISSIMMEE FL 34758**

TEL: 863-207-2490

FAX: 914-356-4329

Date: 2/20/15

Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314
(850) 487-6052

**RE: ARTICLES OF AMENDMENT, HEAVEN ON EARTH INTERNATIONAL MINISTRIES
INC.**

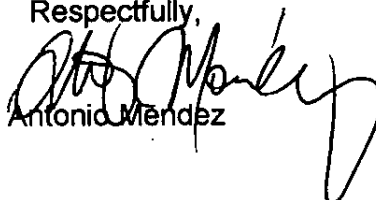
Dear Sirs/Madam:

Enclosed are (2) two originals of the Articles of Amendment of HEAVEN ON EARTH INTERNATIONAL MINISTRIES INC.. For filing purposes pursuant to the provisions of section 617.1006, Florida Statutes. **Also enclosed is a check for \$35.00 to cover filing fees.**

Please send a stamped copy of the Articles of Amendment to

**Antonio Mendez
HEAVEN ON EARTH INTERNATIONAL MINISTRIES INC.
2766 Big Timber Dr
Kissimmee FL 34758**

Respectfully,


Antonio Mendez

**ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION
OF
HEAVEN ON EARTH INTERNATIONAL MINISTRIES INC.**

Pursuant to the provisions of section 617.1006, Florida Statutes, The undersigned Florida nonprofit corporation adopts the following articles of amendment to its articles of incorporation.

AMENDED ADOPTED ARTICLE XIII ADDED

ADDITIONAL PROVISIONS

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

No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that this 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 in these Articles.

No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the Internal Revenue Code), and this 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.

Notwithstanding any other provision of these Articles, this corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or (2) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law.

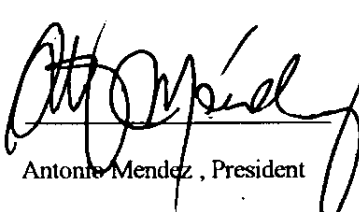
Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the country in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

In any taxable year in which this corporation is a private foundation as described in Section 509(a) of the Internal Revenue Code, the corporation 1) shall distribute its income for said period at such time and manner as not to subject it to tax under Section 4942 of the Internal Revenue Code; 2) shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code; 3) shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code; 4) shall not make any investments in such manner as to subject the corporation to tax under Section 4944 of the Internal Revenue Code; and 5) shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code.

On motion and by unanimous vote by the board of directors, the preceding articles of amendment of HEAVEN ON EARTH INTERNATIONAL MINISTRIES INC. were adopted. There are no members or members entitled to vote on the amendments.

The date of adoption of the amendment was: Date: 2/20/15

HEAVEN ON EARTH INTERNATIONAL MINISTRIES INC.


Antonio Mendez, President