



Please file 2nd
N29233

ACCOUNT NO. : 072100000032

REFERENCE : 293836 4306424

AUTHORIZATION :

COST LIMIT : \$ 87.50

Patricia Pizzuto

ORDER DATE : March 14, 1997

ORDER TIME : 10:03 AM

ORDER NO. : 293836-010

CUSTOMER NO: 4306424

CUSTOMER: Ms. Kathy Gonsalves
Steel Hector & Davis
41st Floor, Ste. 4000
200 S. Biscayne Boulevard
Miami, FL 33131-2398

DOMESTIC AMENDMENT FILING

NAME: NEW HOPE FOUNDATION, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

N. HENDRICKS MAR 18 1997

CONTACT PERSON: Carina L. Dunlap

EXAMINER'S INITIALS: _____



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 17, 1997

CSC

TALLAHASSEE, FL

SUBJECT: NEW HOPE FOUNDATION, INC.
Ref. Number: N29233

We have received your document for NEW HOPE FOUNDATION, INC. and the authorization to debit your account in the amount of \$87.50. However, the document has not been filed and is being returned for the following:

If there are NO MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of a voluntarily dissolved entity. The name of a voluntarily dissolved Florida entity is not available for the assumption or use by another entity until 120 days after the effective date of dissolution unless the dissolved entity provides the Department of State with a notarized affidavit stating that the corporation will not revoke its dissolution and gives immediate assumption of the name to another entity. The affidavit must be signed by the chairman, vice chairman or any other officer of the corporation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6903.

Nancy Hendricks
Corporate Specialist

Letter Number: 797A00013157

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
NEW HOPE FOUNDATION, INC.

97 MAR 18 2 12
FILED

1. The name of the corporation is New Hope Foundation, Inc. (the "Corporation").
2. Article I of the Articles of Incorporation of the Corporation is hereby amended to read as follows:

ARTICLE I - NAME

The name of the corporation is New Hope Charities, Inc. (hereinafter called the "Corporation").

3. There are no members.
4. This Amendment was adopted pursuant to Section 617.0820 of the Florida General Corporation Law by resolution of the Board of Directors dated December 19, 1996.

IN WITNESS WHEREOF, New Hope Foundation, Inc. has caused these Articles of Amendment to Articles of Incorporation to be executed this 17th day of March, 1997.

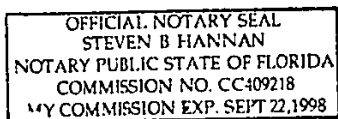
New Hope Foundation, Inc.

By: Oscar R. Hernández
Oscar R. Hernández, Assistant Treasurer

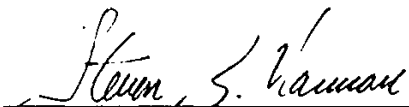
State of Florida)
) SS:
County of Palm Beach)

The foregoing Affidavit was acknowledged before me this 17th day of March, 1997, by Oscar R. Hernández, who is personally known to me.

Notarial stamp or seal:



NOTARY PUBLIC:


(Signature of Notary Public)

STEVEN B. HANNAN
(Printed Name of Notary Public)
STATE OF FLORIDA AT LARGE

NEW HOPE CHARITIES, INC.

316 ROYAL POINCIANA PLAZA
PALM BEACH, FLORIDA 33480

TELEPHONE 407-655-6303

FAX 407-659-9846

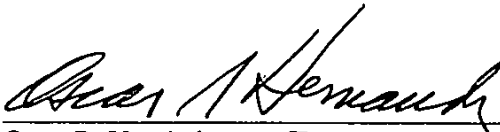
AFFIDAVIT

State of Florida)
)SS:
County of Palm Beach)

BEFORE ME, the undersigned authority, on this 17th day of March, 1997, personally appeared Oscar R. Hernández, who being by me first duly sworn, deposes and says the following:

1. On March 10, 1997, Affiant, as the Incorporator of New Hope Charities, Inc., a Florida corporation not for profit (the "Corporation"), executed Articles of Dissolution of the Corporation, which were filed with the Florida Department of State on March 14, 1997.
2. Affiant, on behalf of the Corporation as the Incorporator, hereby waives and disclaims unto New Hope Foundation, Inc., a Florida corporation not for profit, any and all rights which the Corporation may have to the name of the Corporation, New Hope Charities, Inc.
3. Affiant, on behalf of the Corporation as the Incorporator, hereby permits immediate assumption and use of the name of the Corporation, New Hope Charities, Inc., by New Hope Foundation, Inc.
4. That this Affidavit is being made for the purpose of inducing the Florida Department of State to permit New Hope Foundation, Inc. to assume and use the name of the Corporation, New Hope Charities, Inc., and to accept for filing from New Hope Foundation, Inc. Articles of Amendment to Articles of Incorporation changing its name to New Hope Charities, Inc.

IN WITNESS WHEREOF, Affiant has executed this Affidavit the day and year first above written.


Oscar R. Hernández