N96000003841

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
TOLL FREE No. 1-800-342-8062
FAX (904) 222-1222

NAME _____
FIRM _____
ADDRESS _____
_____
_____
PHONE ( ) _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee $ _____ Our $ _____

RE: Angel's Helping Hand Foundation, Inc.

	C.C. FEE.	DISBURSED
____ Capital Express SM		
____ Art. of Inc. File		
____ Corp. Record Search		
____ Ltd. Partnership File		
____ Foreign Corp. File		
____ ( ) Cert. Copy(s)		
____ Art. of Amend. File		
____ Dissolution/Withdrawal		
____ C U S-		
____ Fictitious Name File		
300002026163--9 -12/11/96--01067--002		
____ Name Reservation		
____ Annual Report/Reinstatement	*****35.00	*****35.00
____ Reg. Agent Service		
____ Document Filing		
____ Corporate Kit		
____ Vehicle Search		
____ Driving Record		
____ Document Retrieval		
____ UCC 1 or 3 File		
____ UCC 11 Search		
____ UCC 11 Retrieval		
____ ____ File No.'s, ____ Copies		
____ Courier Service ____		
____ Shipping/Handling		
____ Phone ( )		
____ Top Priority		
____ Express Mail Prep.		
____ FAX ( ) pgs.		
SUBTOTALS		

97 FEB 10 AM 10:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FEE	$
DISBURSED	$
SURCHARGE	$
TAX on corporate supplies	$
SUBTOTAL	$
PREPAID	$
BALANCE DUE	$
_____	$

Wire 200
WCHAM
CC
210

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE			
TIME			CK No.
BY	AMP		

WALK-IN
Will Pick Up 12-11 @ 3:00

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection

11-2529-7 PONDER'S INC., THOMASVILLE, GA.

RECEIVED
97 FEB 10 AM 9:49
DIVISION OF CORPORATION

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 24, 1997

CAPITAL CONNECTION

TALLAHASSEE, FL

SUBJECT: ANGEL'S HELPING HAND FOUNDATION, INC.
Ref. Number: N96000003841

We have received your document for ANGEL'S HELPING HAND FOUNDATION, INC. and your check(s) totaling $35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

PLEASE USE THE FORMAT FOR A NONPROFIT AMENDMENT AS STATED IN THE ATTACHED FORMS. AN "INCORPORATOR" MAY NOT AMEND A NONPROFIT CORPORATION. THERE SHOULD BE NO MENTION OF SHARES OR SHAREHOLDER.

If there are MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) the date of adoption of the amendment by the members and (2) a statement that the number of votes cast for the amendment was sufficient for approval.

If there are NO MEMBERS OR 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.

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) 487-6880.

Karen Gibson
Corporate Specialist

Letter Number: 997A00003703

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 11, 1996

Corrected

CAPITAL CONNECTION, INC.

TALLAHASSEE, FL 32301

SUBJECT: ANGEL'S HELPING HAND FOUNDATION, INC.
Ref. Number: N96000003841

We have received your document for ANGEL'S HELPING HAND FOUNDATION, INC. and your check(s) totaling $35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Amendments for nonprofit corporations are filed in compliance with section 617.1006, Florida Statutes. Please see the attached information.

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

Please correct your document to reflect that it is filed pursuant to the correct statute number.

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) 487-6880.

Karen Gibson
Corporate Specialist

Letter Number: 496A00055395

CORRECTED

RECEIVED
97 JAN 24 AM 10:23
DIVISION OF CORPORATION

CORRECTED ARTICLES OF AMENDMENT

Pursuant to Section 617.01201, Florida Statutes, the undersigned nonprofit corporation adopts the following ~~articles~~ of amendment to its articles of incorporation:

FILED
98 FEB 10 AM 10:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of the corporation before amendment:

ANGEL'S HELPING HAND FOUNDATION, INC.

2. The name of the corporation after amendment:

AN ANGEL'S HELPING HAND FOUNDATION, INC.

3. The text of each amendment as adopted is amended to read as follows:

ARTICLE I. CORPORATE NAME AND ADDRESS

The name of this corporations is AN ANGEL'S HELPING HAND FOUNDATION, INC. and the business address is 1057 Maitland Center Commons, Maitland, Florida 32751-4337 and the mailing address is 1057 Maitland Center Commons, Maitland, Florida 32751-4337.

ARTICLE IV. REGISTERED AGENT AND REGISTERED OFFICE

The registered agent and the street address of the Registered Office of this corporation in the State of Florida is:

Daniel A. Bolton
1057 Maitland Center Commons
Maitland, Florida 32751-4337

The Board of Directors from time to time may change the Registered Agent and may move the Registered Office to any other address in the State of Florida.

4. No amendment hereunder provides of an exchange, reclassification, or cancellation of issued shares.

5. The date of adoption of each amendment was:

November 1, 1996.

6. Each amendment was adopted by:

XX The board of directors. There are no members or members entitled to vote on the amendment.

_____ [illegible]. Not applicable.

OR

_____ [illegible] Not applicable.

7. These amendments will be effective upon filing.

Date: December 3, _____ 1996.

AN ANGEL'S HELPING HAND FOUNDATION, INC.
F/K/A ANGEL'S HELPING HAND FOUNDATION, INC.

_____
(Officer's Name & Title)
DANIEL A. BOLTON
President ANGEL'S HELPING HAND FOUNDATION, INC.

STATE OF FLORIDA
COUNTY OF ORANGE

Before me personally appeared DANIEL A. BOLTON, this 3rd day of DECEMBER, 1996 and he is, (X) to me well known OR (____) who produced _____ as identification known to me to be the individual described in and who executed the foregoing Articles of Amendment and acknowledged before me that he made, subscribed and acknowledged the foregoing Articles of Amendment as their voluntary act and deed, and the facts set forth therein are true and correct.

WITNESS my hand and official seal this 3rd day of DECEMBER, 1996.

LINDA L. LONGEST
Notary Public, State of Florida
My comm. expires Sept. 23, 1997
No. CC318273
Bonded thru Ashton Agency, Inc.

_____
NOTARY PUBLIC, State of Florida
at Large

(Affix Seal)

My Commission Expires: 9-23-97