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Simple Financial Solutions, Inc.



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FILED
OCT 31 PM 3:11
SECRETARY OF STATE
TALLAHASSEE FLORIDA

10/29/97

Florida Dept. of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-10/31/97--01062--009
*****35.00 *****35.00

Re: Articles of Amendment for Love & Care Ministries II,
Inc.

Dear Sirs:

Please find enclosed the Articles of Amendment for the above
captioned client. Also enclosed is a check in the amount of
\$35.00 for filing fees.

If any further information is needed please call me at the above
number.

Sincerely,

Daniel L. Prewett, Ph.D.
by: Kristine Page

Amend

V8 NOV 4 1997

ARTICLES OF AMENDMENT

The undersigned authorities, acting as the President and Secretary of Love & Care Ministries II, Inc., a Florida nonprofit corporation and pursuant to Chap. 647.1006(1) (Fla. Stat.), hereby adopt the following Articles of Amendment for the corporation, and would state as follows:

1. Article III of the Company shall be amended as follows:

c. Said organization is organized exclusively for charitable, religious, and educational 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.

d. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization 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 the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization 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 provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under Section 170 (c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

e. 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 Tax 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 county 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.

2. Article IX of the Company shall be amended as follows:

b. Members. The Corporation shall have Voting Members, who shall be elected (and may be removed) by the Voting Members, and who shall have all the rights and privileges of members of the Corporation. The Bylaws may provide for Nonvoting Members of one or more classes, who shall be admitted in such manner and who shall have such rights and privileges as set forth in the Bylaws, but who shall not have the right to vote. The name and address of each initial Voting Member is as follows:

<u>Name</u>	<u>Address</u>
Marian Davis	2026 Cocoanut Ave, Sarasota, FL
Chris Davis	2026 Cocoanut Ave, Sarasota, FL
Mamie Nance	1320 6th St., Sarasota, FL

3. All other portions of the Articles of Incorporation of the Corporation, not specifically modified or amended herein, are hereby authorized to continue in full force and effect.

4. This amendment was adopted by the Directors and Officers before this Corporation had members on October 28, 1997.

IN WITNESS WHEREOF, the undersigned, as the President and Secretary of this Corporation, have executed these Articles of Amendment.

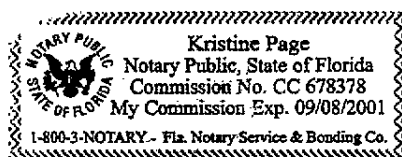
Marian Davis
President

Mamie Nance
Secretary

STATE OF FLORIDA)
COUNTY OF SARASOTA)

Before me, the undersigned authority, personally appeared Marian Davis and Mamie Nance to me well known to be the president and secretary, respectively of the above-mentioned corporation, who executed the foregoing Articles of Amendment, and they acknowledged before me, according to the laws of the State of Florida, that they made and subscribed the same for the purposes therein mentioned and set forth.

IN WITNESS WHEREOF I have hereunto set my hand and seal this 28 day of October 1997.



Kristine Page
Notary
My commission expires: