



Cherish the Child, Inc.

1025 Tenth Street
St. Cloud, FL. 34769
(407)892-6615 Fax (407)892-6190

Counseling Outreach Education

N97000003520

July 20, 1998

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

400002611564--8
-08/10/98--01002--012
*****87.50 *****87.50

To Whom It May Concern:

Attached please find Amendments to our Articles of Incorporation. Upon applying to the Internal Revenue Service for Exempt Status, we discovered that our original articles were inadequate for a non-profit organization. It is our hope that these amendments and additions will be sufficient.

We would like to hereby request a certified copy of the amendments and have included a check to cover the total cost of this process. We await receipt of the certified copy most anxiously, as our application for exempt status cannot be completed without it. Thank you very much for your assistance with this matter. If we have failed to accurately or sufficiently comply with the requirements for the amendments, please notify us as soon as possible, and we will make every effort to comply.

Sincerely,

Sherilynne P. Rader
Chairman/President/Director
Cherish the Child, Inc.

FILED
98 AUG 10 AM 9:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

N97000003520
Amend
7-10-98
AM 5 Pg.



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 28, 1998

CHERISH THE CHILD, INC.
% SHERILYNNE RADER
1025 TENTH STREET
ST. CLOUD, FL 34769

SUBJECT: CHERISH THE CHILD, INC.
Ref. Number: N97000003520

This will acknowledge receipt of your correspondence which is being returned for the following reason(s):

The fee to file articles of amendment is \$35. For each certified copy requested, please add an additional \$52.50.

If you have any questions concerning the filing of your document, please call (850) 487-6916.

Carol Mustain
Corporate Specialist

Letter Number: 098A00039703

RECEIVED
98 AUG -7 AM 10:17
DIVISION OF CORPORATIONS

Dear Carol,

*OOOPS! Sorry. Check # 1016
enclosed for \$87.50. That includes
one certified copy. Thanks.
Sheri*

ARTICLES OF AMENDMENT

to

ARTICLES OF INCORPORATION

of

Cherish the Child, 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.

FIRST: Amendment(s) adopted: (INDICATE ARTICLE NUMBER(S) BEING AMENDED, ADDED OR DELETED.)

Please see attached.

FILED
98 AUG 10 AM 9:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECOND: The date of adoption of the amendment(s) was: July 1, 1998

THIRD: Adoption of Amendment (CHECK ONE)

- The amendment(s) was(were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.
- There are no members or members entitled to vote on the amendment. The amendment(s) was(were) adopted by the board of directors.

Cherish the Child, Inc.
Corporation Name

Sherilynn P. Rader
Signature of Chairman, Vice Chairman, President or other officer

Sherilynn P. Rader
Typed or printed name

Chairman of the Board, President of the Corporation
Title

July 1, 1998
Date

**Articles of Amendment
To
Articles of Incorporation
Of**

Cherish The Child, 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.

FIRST: Amendments adopted:

Article III (Amended)
Purpose

Said corporation is organized exclusively for charitable, religious, educational, and scientific 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 the corresponding section of any future federal tax code.

Article V (Amended)
Limitation of Corporate Powers

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 in Article III hereof. 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 or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

Article IX (Added)
Provision for Dissolution of Corporation

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the 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 so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation 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.

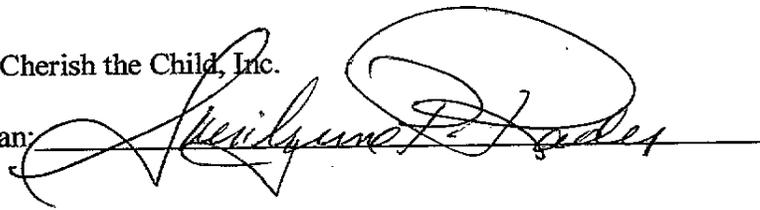
SECOND: The date of adoption of the amendments was: July 1, 1998

THIRD: Adoption of Amendments:

The amendments were adopted by the members and the number of votes cast for the amendment was sufficient for approval.

Corporation Name: Cherish the Child, Inc.

Signature of Chairman:

A handwritten signature in cursive script, appearing to read "Sherilynn P. Rader", written over a horizontal line.

Typed or Printed Name: Sherilynn P. Rader

Title: Chairman of the Board of Directors, President of the Corporation

Date: July 2, 1998