



Happy Hearts Thrift Complex

1888 North Tamiami Trail

Weaver's Corners

N. Ft. Myers, FL 33903

(941)995-2414

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 NOV - 2 PM 12: 10

FILED

N 97000003814

Dear Sirs;

On behalf of HAPPY HEARTS
Thrift Complex, INC.

We are requesting a certified copy of the
amendments to ARTICLES OF INCORPORATION
per the attached

000002678270--6
-11/02/98--01122--017
*****87.50 *****43.75

Thank you,
RALPH Sheppard (Director)
Melinda GABNER (President)
Melinda Lagun

Amerd
11-5-98
BMS

Phone: (941)995-2414

Working together to fight child abuse and domestic violence

AMENDMENT TO
ARTICLES OF INCORPORATION
OF
HAPPY HEARTS THRIFT COMPLEX, INC.

FILED
98 NOV -2 PM 12:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

FIRST: Amendments adopted:

ARTICLE TWELVE

The corporation is organized exclusively for charitable, educational, religious or scientific purposes, within the meaning of section 501(c)(3) of the Internal Revenue Code.

ARTICLE THIRTEEN

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, directors, 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 Section 501(c)(3) purposes. 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, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code (or corresponding section of any future Federal tax code.)

ARTICLE FOURTEEN

Upon dissolution of this corporation assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, i.e. charitable, educational, religious or scientific, 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.

SECOND: The date of adoption of the amendments was October 19, 1998.

THIRD: Adoption of Amendment

The amendments were adopted by the members and the number of votes cast for the

amendment was sufficient for approval.

IN WITNESS WHEREOF, we have subscribed our names this 19th day of October, 1998.

Melinda D. Gagner
MELINDA D. GAGNER - P
Debra L. Joly
DEBRA L. JOLY

Ralph Sheppard
RALPH SHEPPARD
Louise F. Alexander
LOUISE F. ALEXANDER

STATE OF FLORIDA
COUNTY OF LEE

BEFORE ME, the undersigned authority, this 19th day of October, 1998, appeared MELINDA D. GAGNER, personally known or who produced a Florida Driver's License as identification and who did not take an oath, and says that she has read the foregoing and has personal knowledge of the facts and matters therein set forth and alleged and that all of the facts and matters are true and correct.

OFFICIAL NOTARY SEAL
PAMELA J KORB
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC675086
MY COMMISSION EXP. NOV. 28, 2000
Pamela J Korb
Notary Public

STATE OF FLORIDA
COUNTY OF LEE

BEFORE ME, the undersigned authority, this 19th day of October, 1998, appeared RALPH SHEPPARD, who is personally known or produced a Florida Driver's License as identification and who did not take an oath, and says that she has read the foregoing and has personal knowledge of the facts and matters therein set forth and alleged and that all of the facts and matters are true and correct.

OFFICIAL NOTARY SEAL
PAMELA J KORB
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC675086
MY COMMISSION EXP. NOV. 28, 2000
Pamela J Korb
Notary Public

STATE OF FLORIDA
COUNTY OF LEE

BEFORE ME, the undersigned authority, this 19th day of October, 1998, appeared DEBRA L. JOLY, who is personally known or produced a Florida Driver's License as identification and who did not take an oath, who says that he has read the foregoing and has personal knowledge of the facts and matters therein set forth and alleged and that all of the facts and matters are true and correct.

OFFICIAL NOTARY SEAL
PAMELA J KORB
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC675086
MY COMMISSION EXP. NOV. 28, 2000
Pamela J Korb
Notary Public

STATE OF FLORIDA
COUNTY OF LEE

BEFORE ME, the undersigned authority, this 19th day of October, 1998, appeared LOUISE F. ALEXANDER, who is personally known or produced a Florida Driver's License as identification and who did not take an oath, who says that she has read the foregoing and has personal knowledge of the facts and matters therein set forth and alleged and that all of the facts and matters are true and correct.

OFFICIAL NOTARY SEAL
PAMELA J KORB
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC675086
MY COMMISSION EXP. NOV. 28, 2000
Pamela J Korb
Notary Public