

N97000004359

Color Me Human - Tampa Bay, Inc.
1024 59th Ave. S.
St. Petersburg, FL 33705

April 13, 1998
Mr. Randall Purinton
Document Specialist, New Filings Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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Ref: Document Number 597A00039200

Dear Mr. Purinton:

In a meeting on Monday, April 13, 1998 the members of the Board of Directors of the Color Me Human - Tampa Bay, Inc. met for the purpose of discussing and amending the Articles of Incorporation. The following amendment was voted upon and approved by a majority of the members of the Board of Directors.

Article II amended to read:

Said organization 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 corresponding section of any future federal tax code.

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, or corresponding section of any future federal tax code, or (b) by an organization the contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Article X amended to read:

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 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 or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Thank you for your attention to this matter. Please contact me with any questions or need for further clarification.

Sincerely,

Barbara McCord
Board of Directors, President

98 APR 15 PM 12:00
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

Amend
APR 16 1998

**ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION
of
COLOR ME HUMAN – TAMPA BAY, INC.**

FILED
98 APR 15 PM 12:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 II and X Being Amended,

Article II: Said organization 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 corresponding section of any future federal tax code.

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, or 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.

Article X: 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 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 or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

SECOND: The date of adoption of the amendments were: April 13, 1998.

THIRD: Adoption of Amendment (CHECK ONE)

- The amendments 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 amendments were adopted by the Board of Directors.

COLOR ME HUMAN – TAMPA BAY, INC.

Corporation Name



Signature of Chairman, Vice Chairman, President or other Officer

Barbara McCord

Typed or Printed Name

President, Board of Directors

April 13, 1998

Title

Date