

N97000005932

TELEPHONE
Bill Niler (941-433-3307)
Changing Kids Directions (Millburn)
16450 S. Tamiami Trail Suite 3
FT Myers, FL 33908

300002687213--2
-11/13/98--01070--002
*****35.00 *****35.00

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

- ~~941-980-1600~~
no return address
1. _____
(Corporation Name) (Document #)
 2. _____
(Corporation Name) (Document #)
 3. _____
(Corporation Name) (Document #)
 4. _____
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

FILED
98 NOV 30 AM 9:40
SECRETARY OF STATE
TALLAHASSEE, FL 32304

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION QUALIFICATION	
<input type="checkbox"/>	Foreign AUTHORIZATION BY PHONE TO
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

GAVE

BY PHONE TO

Director & member are the same

DEC 4 1998

DEC 4 1998

Examiner's Initials

TIA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 18, 1998

CHANGING KIDS DIRECTIONS, INC.
16450 S. TAMIAMI TRAIL
SUITE 3
FORT MYERS, FL 33908

SUBJECT: CHANGING KIDS DIRECTIONS, INC.
Ref. Number: N97000005932

We have received your document for CHANGING KIDS DIRECTIONS, INC. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

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 (850) 487-6905.

Thelma Lewis
Corporate Specialist Supervisor

Letter Number: 798A00055403

AMENDMENT TO ARTICLES OF INCORPORATION
OF
CHANGING KIDS DIRECTIONS, INC.

FILED
98 NOV 30 AM 9:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of the non-profit corporation is:

CHANGING KIDS DIRECTIONS, INC.

a non-profit corporation.

2. Article II of the original Articles of Incorporation is amended to state:

ARTICLES OF INCORPORATION/ORGANIZATION

Said corporation/organization is organized exclusively for charitable, religious, educational and scientific purposes, including for such purposes, the making of distributions to organizations under section 501(c) (3) of the Internal Revenue Code (or the corresponding section of any future Federal tax code).

No part of the net earnings of the corporation/organization shall inure to the benefit of, or be distributed to its members, trustees, directors, officers or other private persons, except that the corporation/organization 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/organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation/organization shall not participate in, or intervene in, (including the publishing or distribution of statements), in any political campaign on behalf of or in opposition to any candidate for public office.

Notwithstanding any other provision of these articles, the corporation/organization shall not carry on any other activities not permitted to be carried on (a) by a corporation/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 a corporation/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).

Upon the dissolution of this corporation/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.

Amendment to Articles of Incorporation of
Changing Kids Directions

3. Article III of the original Articles of Incorporation is amended as follows:

The manner in which the directors are to be elected or appointed is stated in the by-laws, however, there shall be not less than six (6) directors to include qualified persons from the community.

IN WITNESS WHEREOF the undersigned has hereunto set forth his name and capacity in which he signs this Amendment to Articles of Incorporation of Changing Kids Directions, Inc., a non-profit corporation.



William Niler
President

Dated this 12th day of November, 1998.

Minutes of Meeting of Board of Directors/November 12, 1998

MEMBERS

A meeting of the Board of Directors of Changing Kids Directions, Inc. was held at 6651 Rolland Court, Fort Myers, Florida 33908. Notice was waived and all directors were present by physical presence or via telephone. Specifically, William Niler, Rita Niler, Carrie Niler, Sally Shapiro, William Herman and Robert Mehlman.

The purpose of the meeting was to adopt the Amendments to the Articles of Incorporation (attached hereto).

A discussion was held and Mr. William Niler called for a vote. It was seconded by Rita Niler and unanimously passed.

Resolved that the attached amendment to the Articles of Incorporation be amended to conform to the requirements of 501 (c) (3) of the Internal Revenue Code.

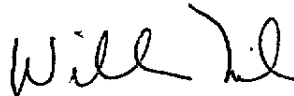
There being no further business, the meeting was adjourned.

Respectfully Submitted:



Rita Niler, Secretary

Attest:



William Niler, President