CHILDREN'S INTERNATIONAL EXPERIENTIAL LEARNING ORGANIZATION, INC. P.O. Box 2642 Log 10a 33480 anuary 30, 1999 or porations 4 1999 Internal Revenue Service EP/EO Division - Group 7204 DISTRICT DIRECTOR OF INTERNAL REVENUE P.O. BOX 6327 P.O. Box 13763 EP/EO DIVISION, GROUP 7204 Room 1420 Baltimore, MD 21203 BALTIMORE Attention: Mrs. M. Taylor Exempt Organization Specialist To Whom It. Pursuant to our telephone conversation earlier this month, Enclosed are Articles of Amendment to Articles of Incorporation o of CIELO, Inc. (Children's Anternational Experiential Learning Organization, Inc.) Also enclosed is my personal check in the amount of \$35 as foli fee for the articles of amendment. Kindly send a receipt for this amount. Our EIN Number is 65-0814805 and the DLN is 17053239021008. Hopefully, we have now passed the organizational test and will receive our 501(c)(3) status in short order. Sincerely yours, CIELO, Inc. 5000002787245 -02/25/99--01057--020 ******35.00 *****35.00 Andrea Lea President Mal of a state of the state of Encls. (2)

ARTICLES OF AMENDMENT

to

ARTICLES OF INCORPORATION

of

CHILDREN'S INTERNATIONAL EXPERIENTIAL LEARNING ORGANIZATION, INC. (present name)

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.)

ARTICLE VII Said corporation is organized exclusively for charitable, educational, religious or scientific purporses, within the meaning of section 501(c)(3) of the Internal Revenue Code (or corresponding section of any future Federal tax code.)

ARTICLE VIII 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 encowered 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 comporation 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 disbribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

| continued on s | econd page. | | 99 | |
|--|---|----------------|---------------------|------------------------------|
| SECOND: The | date of adoption of the amendment(s) was: _ | January 30, | 1999; , | |
| THIRD: Adop | tion of Amendment (CHECK ONE) | | B 25 | S Similar Similar S |
| 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. | | | | |
| CHILDREN'S INTE | RNATIONAL EXPERIENTIAL LEARNING ORGAN | IZATION, INC. | ÷ | |
| | Corporation Name Mdu Va | | | <u>-</u> - |
| Signature of Chairman, Vice Chairman, President or other officer | | | | |
| | Andrea Lea | | | |
| | Typed or printed name | | | _ |
| President | Ja | nuary 30, 1999 |) | |

Date

Title

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

CHILDREN'S INTERNATIONAL EXPERIENTIAL LEARNING ORGANIZATION, INC.

Article VIII (continued)

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 IX 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.

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