

TFC N98000004261

(305) 751-8934

November 10, 1999

Department of State
Division of Corporation
Post Office Box 6327
Tallahassee, Florida 32314

100003044481--3
-11/15/99--01119--009
*****35.00 *****35.00

Re: Amended Articles of Incorporation

Dear Sir/Madam:

Enclosed please find an original and one copy of the Amended Articles of Incorporation and the filing fees for the following:


No	Company Name	CK /MO#	Amount
1.	WOMAN TO WOMAN MOTHERS OF CREATIONS, INC.	0544	\$35.00
	TOTAL		\$35.00

Please file the Amended Articles and return a filed copy of the document to the following:

Jeannette G. Andrews-Thompson, Esq.
Tools For Change
6015 NW 7th Ave.
Miami, Florida 33127

Thank you for your attention to this matter.

Sincerely,
TOOLS FOR CHANGE


Jeannette G. Andrews-Thompson, Esq.
Legal Department

Encls.

FILED
99 NOV 15 AM 7:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend

T. LEWIS NOV 19 1999

AMENDED ARTICLES OF INCORPORATION
OF
WOMAN TO WOMAN MOTHERS OF CREATION INC.
A FLORIDA NOT-FOR-PROFIT CORPORATION

FILED
99 NOV 15 AM 7:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Chapter 617 of the Florida Statutes, as amended, the undersigned Corporation hereby adopts the following Amended Articles of Incorporation.

Article III:

The Corporation is organized and operated exclusively for charitable, religious, scientific and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (i) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, (or the corresponding provision of any future United States Internal Revenue Law), or (ii) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

The Corporation is specially organized to establish emotional support groups, to address emotional issues and daily dilemma faced by women and to assist them in finding solutions.

Article VII:

The corporation shall have perpetual existence, unless sooner dissolved by law. There is no limitation of corporate powers. This corporation is independent of any other associations, corporations or other legal entities.

The property of this corporation is irrevocably dedicated to charitable and educational purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member thereof or to the benefit of any private person. Upon dissolution or winding up of the corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for charitable and educational purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code.

The corporation is not subordinate or subject to the authority of any head or national association, society, federation, or other corporation, society, organization or association not for profit. The corporation shall, at the discretion of the Board of Directors, join such associations or

organizations as can further its mission of providing transitional housing for persons recovering from substance abuse who are reentering society. Any and all dues necessary for such memberships shall be supplied by the corporation.

The Amended Articles were duly adopted by the Board of Directors, on November 8, 1999. There are no members entitled to vote on the Amendment to these Articles.

IN WITNESS THEREOF, the undersigned has executed these Amended Articles of Incorporation this 9th day of NOVEMBER, 1999 in Miami, Florida and acknowledges the same to be her act.

Marseilles McKenzie
Marseilles McKenzie, President

STATE OF FLORIDA)
COUNTY OF MIAMI-DADE)

The foregoing instrument was sworn to before me this 9th day of Nov., 1999, by Marseilles McKenzie, as president of WOMAN TO WOMAN MOTHERS OF CREATION INC., a Florida Not For Profit Corporation, on behalf of the Corporation. She personally appeared before me at the time of the notarization and has produced a Florida Driver's License as identification.

NOTARY PUBLIC:

SIGN: [Signature]

PRINT: Jeannette G. Andrews-Thompson
STATE OF FLORIDA AT LARGE

