

ANGELS GROUP, INC.
P.O. BOX 492060
LEESBURG, FL 34749-2060
PHONE: (352) 365-7832

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*****53.75 *****43.75

Sept. 14, 1999

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Request for Registering Amendment to Articles of Incorporation

Gentlemen:

Enclosed is a check in the amount of \$53.75 to cover the recording of an amendment to the Articles of Incorporation of Angels Group, Inc. and to pay for a certified copy of same.

Also enclosed is the original and one copy of the proposed amendment to the articles.

Thank you for your attention in this matter.

Sincerely,

ANGELS GROUP, INC.

Patricia A. Peters

Patricia A. Peters
Secretary/Treasurer/Director

PAP/ag
Encl. (3)

FILED
99 SEP 20 PM 8:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend
T. LEWIS SEP 23 1999

**ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION
of
ANGELS GROUP, INC.**

FILED
99 SEP 20 PM 8:24
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 III is amended to read as follows:

Said corporation is organized exclusively for charitable, religious and educational purposes, including, for such purposes, the making of distributions to organizations under Section 501(c)(3).

Article IX is amended to read as follows:

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 the 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 b) by a corporation, 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 is amended to read as follows:

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, 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:

THIRD: Adoption of Ammendments: There are no members or members entitled to vote on the amendments. The ammdments were adopted by the board of directors.

ANGELS GROUP, INC.


(Signature of Chairman, Vice Chairman, President or other officer)

PATRICIA A. PETERS

(Name)

SECRETARY/TREASURER

Title

9/14/99

Date