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June 2, 1999

Corporate Records Bureau
Division of Corporation
Department of State
Post Office Box 6327
Tallahassee, Florida 32301

FILED
99 JUN -4 AM 9:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RE: GIFTS FOUNDATIONS, INC.

Dear Sirs/Madam:

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-06/04/99--01063--002
*****43.75 *****43.75

Enclosed is the original and one copy of the articles of Amendment to Articles of Incorporation of Gifts Foundation, Inc. Please acknowledge the copy and return it to this office, along with the certificate.

I have also enclosed my firm trust check, number 10144 in the amount of \$43.75 to cover the cost of filing and certified copy of the Amendment to Articles of Incorporation of Gifts Foundation, Inc.

If there are any technical errors or omissions, please call us collect. We will then verbally authorize any necessary changes to make the document comply with your requirements.

Thank you for your assistance in this matter.

Sincerely,

Joan H. Venable
Joan H. Venable, Legal Assistant
to Francine C. Landau, Esq.

*Francine Landau gave Authorization
to Correct Doc. 6/11 JB*

/j hv

Enclosures

Amend.

V. SHEPARD JUN 11 1999

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
GIFTS FOUNDATION, INC.

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1. The name of the corporation is Gifts Foundation, Inc.
2. Article III of the Articles of Incorporation of Gifts Foundation, Inc., a Florida corporation, is hereby amended in its entirety to read as follows:

ARTICLE III - PURPOSE

The organization is organized exclusively for charitable, religious, educational, and/or scientific purposes under section 501 (c) (3) of the Internal Revenue 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) and 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.

Upon the dissolution of the organization, asset 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.

3. The foregoing amendment is adopted by the members of the Board of Directors of the corporation on 5-19-99, 1999, by written statement and consent, pursuant to Section 607.1005, Florida Statutes. There are no members entitled to vote.

4. The foregoing amendment shall become effective upon filing with the Secretary of State, State of Florida.

IN WITNESS WHEREOF, the undersigned Zelda Greenberg President of the aforesaid corporation has executed these Articles of Amendment this 5th day of May, 1999.

By:
Name:
Title:

Zelda Greenberg
Zelda Greenberg
President

(CORPORATE SEAL)

STATE OF FLORIDA
COUNTY OF Duval

I HEREBY CERTIFY, that on this day, before me, an officer duly

authorized in the State and County aforesaid to take acknowledgments, personally appeared Zelda Grawberg, well known to me to be the President of Gifts Foundation, Inc., the corporation in whose name the foregoing instrument was executed, and that he/she acknowledged executing the same as such officer of such corporation freely and voluntarily under authority duly vested in him/her by said corporation and that the seal affixed thereto is the true corporate seal of said corporation.

WITNESS my hand and official seal in the State & County aforesaid, this 19th day of May, 1999.

Gary G Howard

Notary Public, State of Florida at Large

My commission expires: _____



Gary G Howard
★ My Commission CC789583
Expires August 23, 2002