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Caroline Bell Tax Savers 5390 Hoffner Avenue Orlando, FL 32812 407-381-4100

SECRETARY OF STATE DIVISION OF CORPORATIONS P.O. BOX 6327 TALLAHASSEE, FL 32314 Secretary of Stoppy

500003020995---6 -10/21/99--01066--010 *****43.75 *****43.75

RE: MasterLife International, Inc.

October 15, 1999

GENTLEMEN:

ENCLOSED PLEASE FIND THE ARTICLES OF AMENDMENT AND A COPY, TOGETHER WITH A CHECK IN THE AMOUNT OF \$43.75.

THIS REPRESENTS THE COST OF THE FILING FEES AND ONE (1) CERTIFIED COPY FOR THE ABOVE NAMED NOT FOR PROFIT CORPORATION.

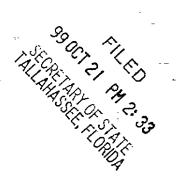
SINCERELY,

Caroline Bell
Tax Savers
5390 Hoffner Avenue
Orlando, FL 32812

407-381-4100

Amend

ARTICLES OF AMENDMENT To ARTICLES OF INCORPORATION OF



MasterLife International, 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:

Article III - Purpose (Being Amended)

- A The organization is organized exclusively for charitable, religious, educational, and/or scientific purposes under section 501 (c) (3) of the Internal Revenue Code.
- B 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) any 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 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.
- C Upon the dissolution of the 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.

SECOND: The date adoption of the amendment(s) was: October 15, 1999

THIRD: Adoption of Amendment (CHECK ONE)

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.

MasterLife International; Inc.	
Corporation Name	
Signature of Chairman, Vice Chairman, President or other officer	
Timothy Vescovi	
Typed or printed name	
President	October 15, 1999
Title	Date