

P01000074800

(Requestor's Name)



Grounds For Giving
"Great Coffee for a Great Cause"
2975 Bee Ridge Rd. Suite D
Sarasota, FL 34239

(City/State/Zip/Phone #)

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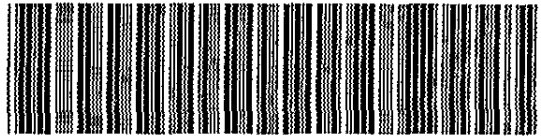
(Business Entity Name)

(Document Number)

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"Great Coffee for a Great Cause"

Enclosed you will find:

" Articles of Amendment, to Articles of Incorporation, of Grounds for Giving, Inc. "

A Check in the amount of \$43.75 which covers a \$35.00 fee for the Amendment
And \$8.75 for a certified copy.

Feel free to contact me with any questions you might have.

Sincerely,

Jackie Messmer
Grounds for Giving, Inc.
Regional Operations Manager
2975 Bee Ridge Road
Suite # D
Sarasota, FL 34239
P# 941-556-0151
F# 941-556-0157

2975 Bee Ridge Road Suite #D
Sarasota, FL 34239-7100
Phone (941) 556-0151 Fax (941) 556-0157
Toll Free 866-4U-2GIVE (866-482-4483)
www.GroundsForGiving.com

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

GROUND'S FOR GIVING, INC.

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: The Article II of the Articles of Incorporation is hereby deleted and replaced with the following:

Article II - The principal place of business address is 2975 Bee Ridge Road, Suite D, Sarasota, FL 34239

The mailing address of the corporation is 2975 Bee Ridge Road, Suite D, Sarasota, FL 34239

SECOND: The Article IV of the Articles of Incorporation is hereby deleted and replaced with the following:

Article IV - The number of common stock shares the corporation is authorized to issue is Twenty Million (20,000,000).

THIRD: The effective date of each amendment's adoption is May 1, 2003.

FOURTH: The amendments were adopted by the board of directors without shareholder action and shareholder action was not required.

Signed this 21st day of May, 2003

Peter M. Voghel, CEO

Vice-Chairman of the Board

Signature



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TALLAHASSEE, FLORIDA

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