

No 2000002007

**African Literacy, Art, and Development, Inc.
c/o James B. Lancaster, Jr.
2335 Mont Claire Drive # 201
Naples, Florida 34109
Phone: 239-566-9961
Fax: 239-593-5409
E-Mail Address: hjlancaster@aol.com
April 9, 2002**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 APR -9 PM 1:09

TRANSMITTAL LETTER

Department of State
Division of Corporations
Amendment Section
409 East Gaines Street
Tallahassee, FL 32399

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-04/09/02--01062-002
*****43.75 *****43.75

SUBJECT: Articles of Amendment to Articles of Incorporation of: African Literacy, Art, and Development, Inc.

Dear Sir:


Pursuant to the provisions of section 617.1006, Florida Statutes, please find enclosed the amendments adopted by the board of directors of the African Literacy, Art, and Development Association, Inc. The board of directors at its second organizational meeting of April 4, 2002, adopted the amendments as stated in the **Articles of Amendment**.

I am enclosing:

1. **Articles of Amendment to Articles of Incorporation** of the African Literacy, Art, and Development Association, Inc.
2. An original and two copies of the amended articles of incorporation dated April 9, 2002.
3. The filing fee for the articles of amendment of \$35.00 plus \$8.75 for a certified copy of the amendment which equals a total of \$43.75.
4. My telephone number: (239) 566-9961
5. My return address: 2335 Mont Claire Drive. Unit 201. Naples, Florida 34109

Please feel free to contact me if you have any questions. Thank you.

Sincerely,


James B. Lancaster, Jr.
President

Amend.

Enclosures

Note. Minutes Were Returned

V SHEPARD APR 11 2002

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 APR -9 PM 1:09

ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION
of

African Literacy, Art. and Development Association, Inc.
(present name)

N02000002007

(Document Number of Corporation)

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: The following articles (IX, X,XI,XII,XIII,XIV) are to be added to the Articles of Incorporation of African Literacy, Art, and Development Association, Inc.

ARTICLE IX DURATION OF CORPORATION. The period of the duration of the Corporation is perpetual unless dissolved according to Florida law.

ARTICLE X DISSOLUTION OF CORPORATION. Upon the dissolution of the Corporation, the assets of the Corporation shall be distributed to or for one or more exempt purposes within the meaning of Section 501(c)(3) of the Code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Florida court of competent jurisdiction of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE XI NON LIABILITY OF DIRECTORS. Directors of the Corporation shall not be liable to the corporation for monetary damages for a breach of fiduciary duties unless the breach involves: (1) acts or omissions not in good faith or which involve intentional misconduct to a knowing violation of the law; (2) a transaction from which the director derived an improper personal benefit.

ARTICLE XII PROHIBITION AGAINST PRIVATE INUREMENT. No part of the net earnings of the corporation shall inure to the benefit of, or in distribution to, it's 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 the purposes set forth in Article THREE hereof. No substantial part of the activities of the corporation shall consist of the carrying on of propaganda, or otherwise attempting to intervene in (including the publishing or distribution of statements) any of these 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 of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE XIII EXEMPT ACTIVITIES. 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 or engage in political activities of any kind, except as permitted by the provisions of Section 501(h) of the Code.

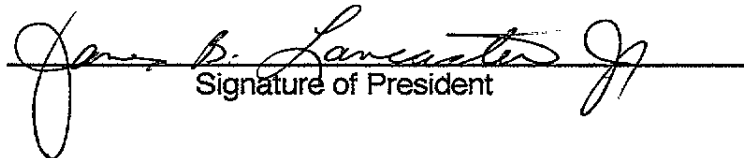
Notwithstanding any other provision of these Articles, the Corporation shall not conduct or carry on any other activities not permitted to be carried on (a) by a Corporation exempt from federal income tax under Section 501(c)(3) of the Code, or (b) by a Corporation, contributions to which are deductible under Sections 170(c)(2), 2055, 2100(a)(2) and 2522 of the Code.

ARTICLE XIV MODIFICATION OF THE PURPOSES OF THE CORPORATION. The purposes of the Corporation may be modified from time to time by the Board of Directors, provided any modification in purpose shall also be a charitable, religious, educational or scientific purpose that qualifies under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or corresponding section of any future federal tax code ("Code").

SECOND: The date of adoption of the amendments was: April 4, 2002.

THIRD: Adoption of the Amendment.

There are no members or members entitled to vote on the amendments. The amendments were adopted by the board of directors at its second organizational meeting on April 4, 2002.


Signature of President

James B. Lancaster, Jr.
Typed or printed name

President April 9, 2002
Title Date