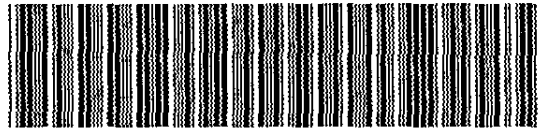


N42498



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Gale Ragan

1166 Atlantic Dr. NW

Atlanta, GA 30318-5312

(City/State/Zip/Phone #)

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Sp
Amend

7/16/04



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

July 19, 2004

Gale Ragan
1166 Atlantic Dr. NW
Atlanta, GA 30318-5312

SUBJECT: GALE RAGAN EDUCATIONAL CONSULTING FIRM, INC.
Ref. Number: N42498

We have received your document for GALE RAGAN EDUCATIONAL CONSULTING FIRM, INC. and check(s) totaling \$77.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

I tried to reach you by phone but was unsuccessful. The date of adoption of the amendment must be completed in paragraph TWO.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6901.

Susan Payne
Senior Section Administrator

Letter Number: 004A00045539

ARTICLES OF AMENDMENT

to

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ARTICLES OF INCORPORATION

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of

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Gale Ragan Educational Consulting Firm, Inc.
(present name)

N42498

(Document Number of Corporation (if known))

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: (INDICATE ARTICLE NUMBER (S) BEING AMENDED, ADDED OR DELETED.) Article II. Purposes. Please amend to state that:

The corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes but without limitation thereon: the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue code, or corresponding section of any future federal tax code, to combat community apathy, discrimination and prejudice; to reduce illiteracy; and to foster learning, and partnering efforts.

Article IX. Distribution of Assets. Please Amend to state that:
Upon 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.

continued. (see page addendum)

SECOND: The date of adoption of the amendment(s) was: 3/22/04

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.

Gale Ragan

Signature of Chairman, Vice Chairman, President or other officer

Gale Ragan

Typed or printed name

President
Title

3/22/04
Date

mail to: 1166 Atlantic Dr NW
Atlanta, GA 30318-5312

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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N42498

Amendment for Article II & Article IX
Addendum

Article IX. continued.

Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization is then located, exclusively for such purposes or such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

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 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 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.

Adoption date: 3/22/04
Gale Ragan Gale Ragan
President 3/22/04