

119500005757

INTERNATIONAL
LEADERSHIP FOUNDATION

May 15, 1997

Division of Corporations
Articles of Amendment to Articles of Incorporation
P. O. Box 6327
Tallahassee, FL 32314-6327

600002183416--7
-05/19/97--01132--016
*****35.00 *****35.00

Dear Sirs:

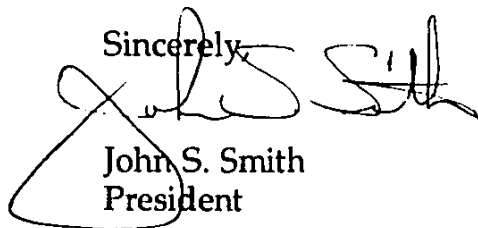
In our continuing effort to satisfy all the requirements of a 501 (c) (3) not for profit corporation according to the Internal Revenue Service, we are hereby adhering to their suggestions to amend the following enclosed particulars.

Since we have been given a dead-line of having our amended articles officially filed and documented by you and returned to the IRS within 2 weeks from this dated letter, we would greatly appreciate your handling of this matter in as expeditious a manner as possible! In other words, we need your H E L P yesterday!

In filing our Articles of Amendment for the International Leadership Foundation, Inc., please find a check for the filing fee in the amount of \$35. If you have any further questions, please contact me, John S. Smith, at the address and /or phone number below.

Thank you for attending to this matter as soon as possible.

Sincerely,


John S. Smith
President

Amended
JUN 2 1997



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 27, 1997

John S. Smith
International Leadership Foundation
707 Magnolia Dr.
Altamonte Springs, FL 32701

SUBJECT: INTERNATIONAL LEADERSHIP FOUNDATION, INC.
Ref. Number: N95000005757

Mr. Harris -
We have responded
to your request.
Please Note (C)
on page 2.

Thanks
J. Smith

We have received your document for INTERNATIONAL LEADERSHIP FOUNDATION, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The date of adoption of each amendment must be included in the document.

If there are MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) the date of adoption of the amendment by the members and (2) a statement that the number of votes cast for the amendment was sufficient for approval.

If there are NO MEMBERS OR MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

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 (904) 487-6908.

Steven Harris
Corporate Specialist

Letter Number: 297A00028558

ARTICLES OF AMENDMENT

OF

INTERNATIONAL LEADERSHIP FOUNDATION, INC.

A Florida Corporation Not For Profit

The following provisions of the Articles of Incorporation of International Leadership Foundation, Inc., a Florida not for profit corporation, filed in Tallahassee on the fourth day of December, 1995, be and they hereby are amended in the following particulars:

(a) Article IV, entitled Limitations is hereby amended to read as follows and shall be incorporated in the Articles of Incorporation:

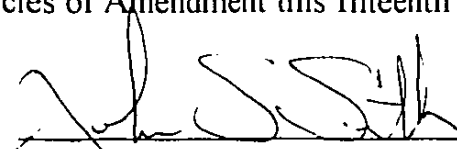
"The corporation shall neither have nor issue any stock. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation 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 501(c) (3) of the Internal Revenue Code, 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."

(b) Article V, entitled Dissolution is ammended as follows and shall be incorporated in the Articles of Incorporation:

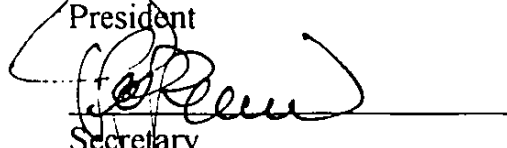
“Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. 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 to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.”

(c) The ammendments has been approved as required by Florida Statutes. Each ammendment was adopted by a unanimous vote of the Board of Trustees, on May 14, 1997. The International Leadership Foundation, Inc. is not a membership organization, therefore it has no members.

IN WITNESS WHEREOF, the undersigned President and Secretary of this Corporation have executed these Articles of Amendment this fifteenth day of May, 1997.



President



Secretary