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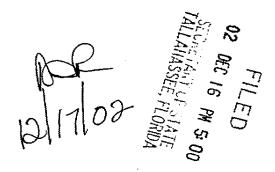


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CT CORPORATION

December 2, 2002

Secretary of State, Florida 409 East Gaines Street N/A Tallahassee FL 32399

Re: Order #: 5734160 SO

Customer Reference 1: Customer Reference 2:

Dear Secretary of State, Florida:

Please file the attached:

Upward Bound Youth Foundation, Inc. (FL) Amendment Florida

Enclosed please find a check for the requisite fees. Please return evidence of filing(s) to my attention.

If for any reason the enclosed cannot be filed upon receipt, please contact me immediately at (850) 222-1092. Thank you very much for your help.

Sincerely,

Ashley A Mitchell Fulfillment Specialist Ashley_Mitchell@cch-lis.com

660 East Jefferson Street Tallahassee, FL 32301 Tel. 850 222 1092 Fax 850 222 7615



FLORIDA DEPARTMENT OF STATE Jim Smith Secretary of State

December 2, 2002

C T CORPORATION SYSTEM ATTN: ASHLEY TALLAHASSEE, FL

SUBJECT: UPWARD BOUND YOUTH FOUNDATION, INC.

Ref. Number: N01000001111

02 DEC 16 PM 2: 12

We have received your document for UPWARD BOUND YOUTH FOUNDATION, INC. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The above listed entity was administratively dissolved or its certificate of authority was revoked for failure to file the 2002 annual report/uniform business report. The entity must be reinstated before this document can be filed.

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) 245-6903.

Cheryl Coulliette Document Specialist

Letter Number: 102A00064039

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OF

REAL PROPERTY OF UPWARD BOUND YOUTH FOUNDATION, INC.

Document Number of Corporation_

The Articles of Incorporation of UPWARD BOUND YOUTH First: FOUNDATION, INC. are hereby amended to add the following separate section:

> Upon dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall 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 the Court of Competent Jurisdiction for the county in which the principal office of the corporation is then located, exclusively for such purpose or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

Second: The date of the adoption of the amendment is November 27, 2002.

There are no members or members entitled to vote on the Third: amendment. The Amendment was adopted by the unanimous vote of the Board of Directors.

Date: November 27, 2002

Ratoh Coti

Assistant Secretary