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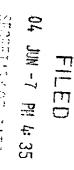
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Amend Tilevis





FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

May 25, 2004

THE OL'GETA BECKWORTH FOUNDATION, INC. P. O. BOX 249 ESTERO, FL 33928

SUBJECT: THE OL'GETA BECKWORTH FOUNDATION, INC.

Ref. Number: N03000009138

This will acknowledge receipt of your correspondence which is being returned for the following reason(s):

Amendments for nonprofit corporations are filed in compliance with section 617.1006, Florida Statutes. Please see the attached information.

The fee to file articles of amendment is \$35. Certified copies are optional and are \$8.75 for the first 8 pages of the document, and \$1 for each additional page, not to exceed \$52.50.

If you have any questions concerning this matter, please either respond in writing or call (850) 245-6905.

Letter Number: 504A00036670

Thelma Lewis
Document Specialist Supervisor

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

Internal Revenue Service P.O Box 192 Covington, Ky. 41042-0192

EIN #36-4541068 FEI # 03000009138

The Ol'geta Beckworth Foundation, Inc. P. O. Box 249 {18575 Evergreen Rd. Ft. Myers} Estero, Fl 33928 (239) 415-9779 (239) 415-0789 fax

To whom it may be vital:

I recently received a letter form the Department of Treasure, of the Internal Revenue Service, the Exempt Organizations Specialist, they are asking me to have this particular Article on file with your office, when I first sent in my letter of request to become a non-profit organization I did not have this Articles of Incorporation, back in October 2004; if you could let me know how much would it cost me to have this amended. Enclosed please find a copy of my Articles of Incorporation.

I'm not certain this is the correct place to send this, if you would-be so kind to send, fax are call me to get the correct mailing address are phone number(s).

Gratefully Yours

M. Volanda Bockworth

ARTICLES OF AMENDMENT

to

ARTICLES OF INCORPORATION

of

The Olgerta Beckworth loundation, Inc.

(present name)

N03000009138 (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.

Amendment(s) adopted: (INDICATE ARTICLE NUMBER(S) BEING AMENDED, ADDED OR DELETED.)

Please See the attachment

SECOND: The date of adoption of the amendment(s) was:

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.

nure of Chairman, Vice Chairman, President or other officer

Typed or printed name

ARTICLES OF INCORPORATION

FOR

THE OL'GETA BECKWORTH FOUNDATION, INC.

A FLORIDA NON - PROFIT CORPORATION

The undersigned, acting as incorporator (s) of a corporation pursuant to Chapter 617, Florida Statutes, adopt (s) the following:

ARTICLE I, NAME

The name of the corporation shall be: Ol'geta Beckworth Foundation, Inc.

ARTICLE II. PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

principal place of business shall be: 18575 Evergreen Road, Fort Myers, Florida 33912, And the mailing address is Post Office Box 249; Estero Fl 33928

ARTICLE III. PURPOSE (S)

This corporation is organized for charitable and educational purposes within the meaning of Section 501 © (3), of the Internal Revenue Code (or the corresponding portions of any future United States Internal Revenue Law), including, to the extent permitted by said Section 501 © (3), the redevelopment, promotion, up-grading, and rehabilitation of the cultural, historical, social and economic aspects of Lee County, Florida, and its environs.

No substantial part of the activities of the Corporation shall be the carrying on propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distributing of statement) any political campaign on behalf of any candidate for public office.

This Corporation is and shall remain a corporation not for profit. The Corporation shall be paid, and no part of the net earnings of the Corporation shall inure to the benefit of its members, directors or offices, or to the benefit of any private shareholder or individual.

ARTICLE IV. MANNER OF ELECTION OF DIRECTORS

The President and CEO shall appoint the Directors or Advisers.

ARTICLE V. DIRECTORS OF CORPORATION

The name and addresses of the Directions of this Corporation are:

President & CEO: M. Yolanda Beckworth, 18575 Evergreen Road, Ft. Myers FL 33912

Attorney: Steven Kushner, 14241 Metropolis Ave., Suite 100, Ft. Myers Fl 33912

Director: Melinda Beckworth, 3110 Dora Street, Fort Myers, Fl 33916

Executive: W. Mae Murray, 526 Robole Ct., Stuart, Fl 33996

Chairperson: Tim Higgins, 4534 Del Rio Rd., Bonita Springs, Fl 33923

Secretary: Almarie Thompson, P.O. Box 10746, West Palm Beach, Fl. 33429

Monitor: Howard L West, 3870, Central Ave., Ft. Myers, Fl 33916

Appraise: Rita Johns, 18445 Holly Rd., Ft. Myers, Fl 33912

Strategies: Cassandra Scott, 10 Castlebar Cr., Ft Myers, Fl 33905

Finance: Doupe Accounting Service:, 7021 Constitution Blvd., Suite 5, F/M 33912

ARTICLE VI. TERM OF EXISTENCE

"Notwithstanding any other provision 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 1986 (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 1986 (or the corresponding provision of any future United States Internal Revenue Law)."

ARTICLE VII. BY - LAWS

<u>Section One</u>: The Board of Directors key purpose of the By-Lows is to ensure the foundation's success by collectively directing the foundation's affairs whilst meeting the appropriate interests of its foundation contributes.

<u>Section Two:</u> The By-Laws may be repealed or amended, and new By - Laws may be adopted, by the Board of Advisors

ARTICLE VIII. DISTRIBUTION OF ASSETS UPON DISSOLUTION

"Upon winding up and dissolution of this corporation, after paying or adequately providing for the debts and obligations of the corporation, the remaining assets shall be distributed to a non-profit fund, foundation, or corporation which is organized and operated exclusively for charitable, educational, religious, and or scientific purposes and which has established, its tax exempt status under section 501(c)(3) of the Internal revenue Code.

ARTICLE IX. AMENDMENTS CERTIFICATE OF DESIGNATION OF REGISTERED AGENT AND REGISTERED OFFICE

Pursuant to the provisions of Section 607,0501 of the Florida Business Corporation Act, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating its registered office and registered agent in the State of Florida:

- 1. The names of the corporation is Ol'geta Beckworth Foundation, Inc.,
- 2. The name and address of the registered agent and office of the Corporation is: M. Yolanda Beckworth, 18575 Evergreen Rd. Fort Myers, Fl 33912.

HAVING BEEN NAMED REGISTED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESUIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CHAPACITY. I FURNER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETS PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

M. YOLANDA BECKWORTH REGISTERED AGENT

STATE OF FLORIDA COUNTY OF X

THIS APPOINTMENT HAS BEEN SIGN AND SEALED IN MY PRESENTS THIS

DAY OF May 2000. 200

Darlene E. R. Turne Commission CC 26630 Expires Ang. 14, 2004 Affantle Bonding Co. ba

SEAL AND EXPORATION DATE

Pers. Trour