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BASIC AMENDMENT

BAY LAW ENFORCEMENT ASSISTANCE FOUNDATION, INC.

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ARTICLE OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF

BAY LAW ENFORCEMENT ASSISTANCE FOUNDATION, INC. A Florida Not-for-Profit Corporation

Document Number N04000002191

Pursuant to the provisions of Section 617.1006, Florida Statutes, the undersigned Florida not-for-profit corporation adopts the following article of amendment to its articles of incorporation.

FIRST, Article IX, Dissolution is added, to wit: "Upon dissolution of the corporation, all of the assets remaining after the payment of all costs and expenses of such dissolution, and after adequate provision has been made for the discharge or assumption of its liabilities, shall be distributed to one or more organizations exempt as organizations described in Section 501(c)(3) of the Internal Revenue Code; and any assets so distributed shall be used exclusively for a public purpose."

SECOND, the date of adoption of the amendment was November 1, 2004.

THIRD, the amendment was adopted by the members and the number of votes cast for the amendment was sufficient for approval.

In all other respects, the Articles of Incorporation shall remain as they were prior to this Amendment being adopted.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Amendment to the Articles of Incorporation under the laws of the

Franklin R. Hafrison, Esq.
Florida Bar # 142350
Harrison, Sale, McCloy & Thompson
Post Office Box 1579
Panama City, Florida 32402-1579
(850) 769-3434
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State of Florida, this 3 day of November, 2004.

BAY LAW ENFORCEMENT ASSISTANCE FOUNDATION, INC.

Chilles !

By: Bobby Kirkland

its: Treasurer

STATE OF FLORIDA COUNTY OF BAY

The foregoing instrument was acknowledged before me this 200 day of November, 2004 by Bobby Kirkland, Treasurer of BAY LAW ENFORCEMENT ASSISTANCE FOUNDATION, INC., a Florida not-for-profit corporation, who produced a Florida driver's license as identification and who did not take an oath.

Notary Public - State of Florida

Jamet F. Kessler
Convitission # D0355726
Expires December 9, 2008

Franklin R. Hafrison, Esq.
Florida Bar # 142350
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