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TALLAHASSEE, FLORIDA

3/23/05
Amend

28

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION:

EMPOWERMENT FIRST INC

DOCUMENT NUMBER:

N04000003291

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

DOUG ORANGE

(Name of Contact Person)

(Firm/ Company)

3255 N. MEADOWLE CIRCLE

meadowlea

(Address)

JACKSONVILLE, FL 32218

(City/ State/ and Zip Code)

For further information concerning this matter, please call:

DOUG ORANGE

(Name of Contact Person)

904-234-4817

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:



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Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32314

Articles of Amendment
to
Articles of Incorporation
of

FILED
05 MAR 16 PM 12:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NAME OF CORPORATION:

EMPOWERMENT FIRST INC

DOCUMENT NUMBER:

N04000003291

Pursuant to the provisions of section 617.1006, Florida Statutes, this Florida Not For Profit Corporation adopts the following amendment(s) to its Articles of Incorporation:

AMENDMENTS ADOPTED:

ARTICLE XVIII

ADDITIONAL PROVISIONS REQUIRED TO BE EXEMPT FROM FEDERAL INCOME TAX

This nonprofit corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt 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.

No part of the net earnings of this nonprofit corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation 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 corporation 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, 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.

Upon dissolution of this 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 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. 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 corporation 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.

The date of adoption of the amendments was: February 12, 2005

Adoption of Amendments

There were no members or members entitled to vote on the amendments. The amendments were adopted by the board of directors.

Signed this 12th day of February, 2005.

Signature:

John D. Orsavage Jr

Print Name:

John D. Orsavage Jr

Title:

Executive Director