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05 MAR -3 AM 11:51

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ASR
3/4/05

Operation Empowerment, Inc.
5015 Summer Hill Drive
Zephyrhills, Florida 33542


February 28, 2005

Annette Ramsey
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Dear Ms. Ramsey;

As per our conversation, I am forwarding this information to you as personal and confidential so that it can be expedited quickly. The IRS needs the amendment information no later than March 15, 2005. Thank you for your time and especially your help in getting the amendment work done so promptly.

Sincerely,



Leigh Simmons

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Operation Empowerment, Inc.

DOCUMENT NUMBER: 4000004416

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

Please return all correspondence concerning this matter to the following:

Leigh Simmons
(Name of Contact Person)

Operation Empowerment, Inc.
(Firm/ Company)

Po Box 1163
(Address)

Zephyr Hills, FL 33539
(City/ State/ and Zip Code)

For further information concerning this matter, please call:

Leigh Simmons at (813) 782-6002
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

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| <input type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | <input checked="" type="checkbox"/> \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy
is enclosed) |
|--|--|---|---|

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 32399

Articles of Amendment
to
Articles of Incorporation
of

Operation Empowerment, Inc.
(Name of corporation as currently filed with the Florida Dept. of State)

FILED
05 MAR -3 AM 11:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NO 400 000 4416

(Document number of corporation (if known))

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:

NEW CORPORATE NAME (if changing):

(must contain the word "corporation," "incorporated," or the abbreviation "corp." or "inc." or words of like import in language; "Company" or "Co." may not be used in the name of a not for profit corporation)

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: (**BE SPECIFIC**)

Amend Article III - (See Attached
amendment change)

Amend Article IV - (See attached
amendment change)

* OFFICERS ARE Elected by a voting
majority of board members and volunteers.

(Attach additional pages if necessary)

(continued)

Amendment for: Operation Empowerment, Inc.
February 28, 2005

(Article III)

1. Operation Empowerment, Inc. is organized exclusively for charitable, educational, and scientific purposes, including, for such purposes, the making of distributions to 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.
2. No part of the net earnings of Operation Empowerment, Inc. 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, 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.
3. Upon the dissolution of Operation Empowerment, Inc. , 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 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.

Operation Empowerment, Inc.

Amendment to Article IV:

Initially, and upon incorporation of Operation Empowerment, Inc., all officers and directors were asked to serve by the founder, Leigh Simmons. All officers, including the office of president, hold office for one year. Upon the organization's anniversary date, each year, the offices of President, Vice President, Secretary and Treasurer must be elected. Board members and volunteers are asked to nominate a candidate for each office and to vote in a democratic election process. The candidate winning the majority of votes from all voting volunteers, board members and officers will serve in the official capacity until the next anniversary date. The Board of Directors are also known as: President/Chair/ Chief Voluntary Officer (CVO), Vice President/Vice Chair, Secretary, Treasurer.

Job Descriptions for Board Officers

President/Chair/Chief Voluntary Officer (CVO):

General: Ensures the effective action of the board in governing and supporting the organization, and oversees board affairs. Acts as the representative of the board as a whole, rather than as an individual supervisor to staff.

Community: Speaks to the media and the community on behalf of the organization (as does the executive director); represents the agency in the community.

Meetings: Develops agendas for meetings in concert with the executive director. Presides at board meetings.

Committees: Recommends to the board which committees are to be established. Seeks volunteers for committees and coordinates individual board member assignments. Makes sure each committee has a chairperson, and stays in touch with chairpersons to be sure that their work is carried out; identifies committee recommendations that should be presented to the full board. Determines whether executive committee meetings are necessary and convenes the committee accordingly.

Executive Director: Establishes search and selection committee (usually acts as chair) for hiring an executive director. Convenes board discussions on evaluating the executive director and negotiating compensation and benefits package; conveys information to the executive director.

Board Affairs: Ensures that board matters are handled properly, including preparation of pre-meeting materials, committee functioning, and recruitment and orientation of new board members.

Initially,

Vice President/Vice Chair:

General: Acts as the president/chair in his or her absence; assists the president/chair on the above or other specified duties.

Special Responsibilities: Frequently assigned to a special area of responsibility, such as membership, media, annual dinner, facility, or personnel.

Secretary:

General: Is a member of the Board. Maintains records of the board and ensures effective management of organizations records. Manages minutes of board meetings. Ensures minutes are distributed to members shortly after each meeting. Is sufficiently familiar with legal documents (articles, by-laws, IRS letters, etc.) to note applicability during meetings.

Treasurer:

General: Manages the board's review of , and action related to, the board's financial responsibilities. May work directly with the bookkeeper or other staff in developing and implementing financial procedures and systems.

Reports: Ensures that appropriate financial reports are made available to the board. Regularly reports to board on key financial events, trends, concerns, and assessment of fiscal health.

Finance Committee: Chairs the Finance Committee and prepares agendas for meetings, including a year-long calendar of issues.

Auditor: Recommends to the board whether the organization should have an audit. If so, selects and meets annually with the auditor in conjunction with the Finance and/or Audit Committees.

Cash Management and Investments: Ensures, through the Finance Committee, sound management and maximization of cash and investments.

The date of adoption of the amendment(s) was: 2/28/05

Effective date if applicable: 2/28/05
(no more than 90 days after amendment file date)

Adoption of Amendment(s) (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.

Signed this 28 day of February, 2005.

Signature Leigh Simmons
(By the chairman or vice chairman of the board, president or other officer- if directors have not been selected, by an incorporator- if the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary.)

Leigh Simmons
(Typed or printed name of person signing)

President
(Title of person signing)

FILING FEE: \$35