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CHUCK MOGBO, P.A.

Certified Public Accountant

Suite 209 2800 W. Oakland Park Blvd. Oakland Park, FL 33311 Tel (954) 739-4669 Tel (954) 739-1966 Fax (954) 739-0889

September 23, 2004

Department of State Amendment Section 409 East Gaines Street Tallahassee, Fl 32399

Dear Sirs:

RE: THE MARK WALKER FOUNDATION, INC.

Chrick Mogbo, CPA

Enclosed is Articles of Amendment for the captioned company along with a check for \$43.75 for processing. Kindly process request at your earliest convenience. Thank you for your cooperation.

If you need additional information, please call the undersigned.

Sincerely,

CHUCK MOGBO, C. P.A.

Encl.

ARTICLES OF AMENDMENT

to

ARTICLES OF INCORPORATION

	of		P 28
			SEE SEE
		KER FOUNDATION,	INC. FLORIE
	(present name)) REC
Pursuant to the provisions of nonprofit corporation adopts	section 617.1006, Florida the following articles of a	n Statutes, the undersignmendment to its article	gned Florida ^D les of incorporation.
FIRST: Amendment(s) ac DELETED.)	dopted: (INDICATE ARTICLE	ENUMBER(S) BEING AN	MENDED, ADDED OR
, , , , , , , , , , , , , , , , , , ,	(ADD)		
ARTICLE III	☞	SEE ATTACH	ED
		00/01/04	
SECOND: The date of add	option of the amendment(s) was: <u>09/01/04</u>	
THIRD: Adoption of Am	endment (CHECK ONE)		
_			
The amendme	nt(s) was(were) adopted by nendment was sufficient fo	y the members and the	number of votes
_			1
	nembers or members entitled was(were) adopted by the		indment. The
``			
	THE MARK WALKER	FOUNDATION, INC	· <u>•</u> _
'Delmo	Corporation Nan	ne T	
Signature	of Chairman, Vice Chairman,	President or other officer	
	, ,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,		
	DELORES A. WALK		
	Typed or printed na	ame	
PRESIDENT	DIRECTOR	09/0	1/04
	Title	Date	

ARTICLE OF AMENDMENT

OF

THE MARK WALKER FOUNDATION, INC.

The undersigned director(s) for the purpose of amending a corporation under the Florida General Business Corporation Act, hereby adopt(s) the following Articles of Amendment.

(ADD)

ARTICLE III

Said corporation is organized exclusively for charitable, religious, educational, literary and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organization 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 the organization 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) an organization, contributions to which is deductible under section 170 (c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Upon the dissolution of the organization, 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, shall be distributed to the federal government, or to a state or local government, for 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 organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.