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SECRETARY OF STATE

Amend M/12/04

August 4, 2004

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

RE: Citadel Springs, Inc.

(Previously named "Orlando Citadel, Inc")

NO 04000005431

Dear Division of Corporations,

To satisfy the requirements of the IRS for 501 (c) (3) status, we were advised to amend our Articles of Incorporation. Enclosed is an Articles of Amendment to Articles of Incorporation which reflects the addition of the new articles for Citadel Springs, Inc. Enclosed is a check for \$43.75. This includes the amendment fee of \$35 plus the fee for one certified copy (\$8.75).

Thank you for your assistance in this matter. Please feel free to call me at (407) 493-4359, if you have any questions or concerns.

Sincerely,

Arianne A. Patterson

President

931 N. State Road 434

Suite 1201-161

Altamonte Springs, FL 32714

Ananne a. Pattion

ARTICLES OF AMENDMENT

to

ARTICLES OF INCORPORATION

of

			HA WA
	Citadel Spring	<u> </u>	T'S
	(present nar	, and the second	92
	No 0400000		OF P
	(Document Number of Corp	oration (II known)	
Pursuant to nonprofit c	o the provisions of section 617.1006, Flori corporation adopts the following articles o	da Statutes, the undersigned Floria f amendment to its articles of incor	la poration.
FIRST: DELETED.)	Amendment(s) adopted: (INDICATE ARTICI	E NUMBER (S) BEING AMENDED, AD	DED OR
	ee attached Amendments to add article ents for 501(c) (3) organizations.	es VI, VII, VIII, and IX to satisfy	the IRS
SECOND:	The date of adoption of the amendment	(s) was: August 5, 2004	
THIRD:	Adoption of Amendment (CHECK ONE)		
C	The amendment(s) was(were) adopted least for the amendment was sufficient	by the members and the number of for approval.	votes
Ţ	There are no members or members enti- amendment(s) was(were) adopted by t	tled to vote on the amendment. The board of directors.	le
	alina dina	Patterson	
•	Signature of Chairman, Vice Chairman	n, President or other officer	
	Arianne Alina Pat	terson	
•	Typed or printed	name	
	President	August 5, 2004	
•	Title	Date	

Amended Articles of Incorporation

Article VI 503(c) (3)

Said 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 under under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Article VII

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The names and addresses of the persons who are the initial trustees of the corporation are as follows, with the majority of whom are citizens of the United States:

Names: Address: Arianne Alina Patterson 931 N. State Road 434

Suite 1201-161

Altamonte Springs, FL 32314

Article VIII

No part of the net earnings of the 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 Articles III and VI 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 corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. 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 corporations exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Article IX

Upon the dissolution of the 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 the 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 so disposed of shall be disposed of by a Court of Competent Jurisdiction 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.