

N06000007588

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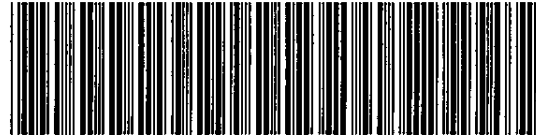
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TALLAHASSEE, FLORIDA

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Brian Street GAVE

AUTHORIZATION BY PHONE TO

DATE 10-24-06 CORP. Name No member entitled to vote

DATE 10-24-06

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*Amendment*

*10/24/06*

*DC*

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REPLY TO CENTRAL FLORIDA OFFICE

CENTRAL FLORIDA OFFICE  
SANLANDO CENTER  
2180 W. STATE ROAD 434, SUITE 2118  
LONGWOOD, FLORIDA 32779  
(407) 830-6331  
FAX (407) 830-8522

MARTIN S. FRIEDMAN, P.A.  
VALERIE L. LORD  
BRIAN J. STREET

October 16, 2006

Amendment Section  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

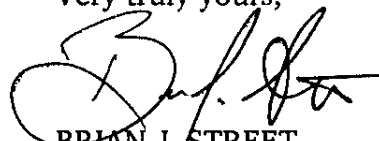
Re: Soldier Upgrades, Inc.  
Our File No.: 41043.01

To Whom It May Concern:

Enclosed please find an original and one (1) copy of the Amended Articles of Incorporation for Soldier Upgrades, Inc., a Florida not for profit Corporation along with this firm's check in the amount of \$52.50.

If you have any questions or concerns, please do not hesitate to contact me at your earliest convenience.

Very truly yours,



BRIAN J. STREET  
For the Firm

BJS/tlc  
Enclosures

cc: Mr. Dackory Williams (w/enclosures)  
Mr. Anthony Anderson (w/enclosures)

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** Soldier Upgrades, Inc.

**DOCUMENT NUMBER:** N06000007588

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

Please return all correspondence concerning this matter to the following:

Brian J. Street, Esq.

(Name of Contact Person)

Rose, Sundstrom & Bentley, LLP

(Firm/ Company)

2180 W. State Road 434, Suite 2118

(Address)

Longwood, FL 32779

(City/ State and Zip Code)

For further information concerning this matter, please call:

Brian J. Street

(Name of Contact Person)

at ( 407 ) 830-6331

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☐ \$35 Filing Fee

☐ \$43.75 Filing Fee &  
Certificate of Status

☐ \$43.75 Filing Fee &  
Certified Copy  
(Additional copy is  
enclosed)

☒ \$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  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**AMENDED ARTICLES OF INCORPORATION**  
**FOR**  
**SOLDIER UPGRADES INC.**

Document Number of Corporation: N06000007588

Pursuant to the provisions of Section 617.1006, Florida Statutes (2006), SOLDIER UPGRADES INC., hereby adopts the following amendments and additions to its Articles of Incorporation:

I. **ARTICLE III** of the Articles of Incorporation for SOLDIER UPGRADES INC., is hereby amended to read:

- a. The specific purpose for which this corporation is organized is the purchase of and subsequent donation to soldiers of the United States armed forces of U.S. Military-approved equipment upgrades of all types that are or may not be provided to said soldiers by the United States Department of Defense due to supply or funding deficits. These upgrades will be donated to the recipient soldiers completely free of charge and will be entirely funded by charitable donations to this corporation.
- b. This corporation is organized exclusively for charitable purposes, including, for such purpose, the making of distributions to organizations that qualify for exemption under Section 501(c)(3) of the Internal Revenue Code or any corresponding section of any future tax code.

II. **ARTICLE VII** of the Articles of Incorporation for SOLDIER UPGRADES INC., is hereby amended to read:

The initial officers and/or directors of the corporation are:

- a. Dackory A. Williams, President and Director  
1041 Crosscut Way  
Longwood, FL 32750
- b. Anthony Anderson, Corporate Vice President and Director  
224 Courtney Springs Circle  
Winter Springs, FL 32708
- c. Betty Diaz, Vice President

III. **ARTICLE IX** of the Articles of Incorporation for SOLDIER UPGRADES INC., is hereby ADDED:

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No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, 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 Article III hereof.

Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation 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.

IV. **ARTICLE X** of the Articles of Incorporation for SOLDIER UPGRADES INC., is hereby ADDED:

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 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 jurisdictions of the county in which the principal place of business 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 above-listed amendments was August 28, 2006.  
The above-listed amendments shall become effective immediately.

THE ABOVE-LISTED amendments were adopted by the Board of Directors.  
*There are no members entitled to vote on the amendment.*

Signature: \_\_\_\_\_

Dackory A. Williams

President, SOLDIER UPGRADES INC.