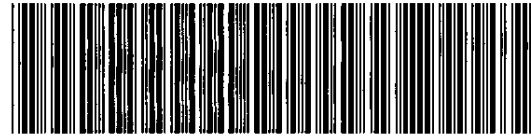


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06/28/10--01038--013 **35.00

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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TALLAHASSEE, FLORIDA

Amel 6/30/10

S. FL Empowerment Group, Inc.
17523 NW 61 Place
Hialeah, FL 33015

June 22, 2010

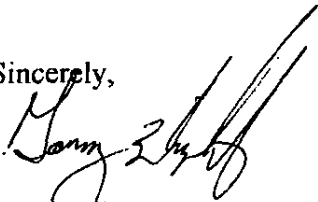
Secretary of State
Division of Corporations
PO Box 6327
Tallahassee, Fl. 32314

Dear Sir/Madame,

Enclosed please find the Amendment to the Articles of Incorporation for S. FL. Empowerment Group, Inc. and the corresponding fee of \$35.00. If you have any questions concerning this application, please feel free to contact me at 786-303-8033. I will be more than happy to entertain your queries. In addition, please forward the certified copies to my attention at the above address.

Thank you very much for your attention to this matter.

Sincerely,



Gary Wright
CEO

ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION
of
S. FL. EMPOWERMENT GROUP, INC

FILED
10 JUN 28 AM 11:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned corporation adopts the following articles of amendment to its articles of incorporation.

Article 3-Purpose

The purpose for which the corporation is organized is: This is a non-stock, non-profit corporation. This corporation will engage in, but shall not be limited to the following activities: At risk youth, day care, after school tutorial program, economic development, services for pregnant, battered women and children, HIV assessment & referral services.

The purposes for which the corporation is organized are exclusively religious, charitable, scientific, literary, and educational within the meaning of section 501(C)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law. Said corporation is organized exclusively for charitable, religious and educational purposes including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3). Notwithstanding any other provision, the organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under section 501c3 of the Internal Revenue Code of 1986. Or corresponding revision of any future United States Internal Revenue law.

No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, directors, officers or other private person, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered to take payments and distributions in furtherance of Section 501(C)(3) purposes. 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) and political campaign on behalf of or in opposition to any candidate for public office or any other activities not permitted to be carried on by an organization exempt from Federal income tax under section 501(C)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

Upon dissolution of this organization, assets shall be distributed for one or more exempt purposes within the meaning as Section 501(c)(3) and 170(c)(2) of Internal Revenue Code of 1954 or corresponding sections or any prior or future law, or to the Federal, State or Local Government for exclusive 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 organization is then located, exclusively for such purposes.

Second:

The date of adoption of the amendment(s) was 6/23/2010
Date

Third: The amendment was adopted by the Board of Directors

Fourth: There are no voting members.

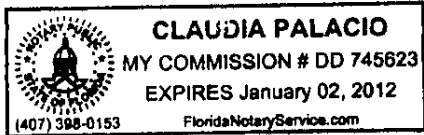
Dated:

S. FL. Empowerment Group, Inc.

By: [Signature] Sign and date
Gary Wright

County of Broward
State of Florida

On this 23rd day of June in the year 2010, before me, the undersigned notary public, personally appeared Gary Wright, who presented Driver license CA to confirm to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged that he/she/they executed the same for the purposes therein contained. In witness whereof, I hereunto set my hand and official seal.



[Signature]
Notary Public