

110700005332

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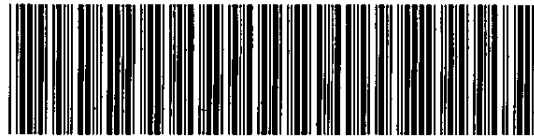
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend/NC
SJ

12-17-2007

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Global Citizen Solutions, Inc.

DOCUMENT NUMBER: N07000005332

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

Please return all correspondence concerning this matter to the following:

Victoria McColm

(Name of Contact Person)

Global Citizen Solutions, Inc.

(Firm/ Company)

901 Clopper Road, Ste A1

(Address)

Gaithersburg, MD 20878

(City/ State and Zip Code)

For further information concerning this matter, please call:

Victoria McColm

(Name of Contact Person)

at (202) 379-6039

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- | | | | |
|------------------------------------------|------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------|
| <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
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Articles of Amendment
to
Articles of Incorporation
of

FILED
2007 DEC 14 AM 10:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Global Citizen Solutions, Inc.

(Name of corporation as currently filed with the Florida Dept. of State)

N07000005332

(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):

Citizen International, Inc.

(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**)

The Board of Director of Global Citizen Solutions have voted to make the following amendments to the Articles of Incorporation:

Article II: Principle Office - 901 Clopper Road, Ste A1, Gaithersburg MD 20878

Article III: Purpose - Please see new attachment

Article V: Directors/Officers -

Victoria McColm, President 901 Clopper Road, Ste A1, Gaithersburg, MD 20878

E. Jill Parlett, Co-Chair 850 N. Randolph St, #805, Arlington, VA 22203

John Windmueller, Co-Chair 9707 Montauk Avenue, Bethesda, MD 20817

Joe Lataille, Treasurer 4402 N. 4th Road, Apt 2, Arlington, VA 22203

Victoria McColm, Secretary 901 Clopper Road, Ste A1, Gaithersburg, MD 20878

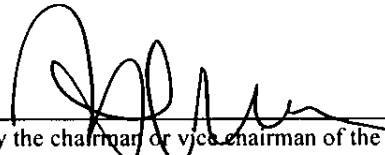
The date of adoption of the amendment(s) was: 11 November 2007

Effective date if applicable: effective immediately
(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.

Signature


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

Victoria McColm

(Typed or printed name of person signing)

President

(Title of person signing)

FILING FEE: \$35

ARTICLES OF INCORPORATION

In Compliance with Chapter 617, F.S., (Not for Profit)

Article I Name

The name of the corporation shall be:

Citizen International, Inc.

Article II Principle Office

The principal place of business and mailing address of this corporation shall be:

901 Clopper Road, Ste A1, Gaithersburg, MD 20878

Article III Purpose

The purpose for which the corporation is organized is:

Please see attached

Article IV Manner of Election

The manner in which the directors are elected or appointed:

The method by which the directors of the corporation are elected or appointed will be stated in the bylaws.

Article V Initial Directors and/or Officers

List name(s), address(es) and specific title(s):

Victoria McColm, President	901 Clopper Road, Apt A1, Gaithersburg, MD 20878
E. Jill Parlett, Co-Chair	850 N. Randolph Street, Apt 805, Arlington, VA 22203
John Windmueller, Co-Chair	9707 Montauk Avenue, Bethesda, MD 20817
Joe Lataille, Treasurer	4402 N. 4 th Road, Apt 2, Arlington VA 22203
Victoria McColm, Secretary	901 Clopper Road, Apt A1, Gaithersburg, MD 20878

Article VI Initial Registered Agent and Street Address

The name and Florida street address of the registered agent is:

Virginia McColm, 102 Little Acres Drive, Palatka, FL 32177

Article VII Incorporator

The name and address of the incorporator is:

Daniela Balan, Legalzoom.com, Inc. 7083 Hollywood Blvd, Ste 180, Los Angeles, CA 90028

Attachment to Articles of Incorporation of
Citizen International, Inc.

This corporation is organized exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code, 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. This Corporation shall be a nonprofit corporation. The specific purpose for which this corporation is organized is: to undertake activities that increase intercultural understanding, build local capacity, create opportunity and promote dialogue in underserved communities both in the United States and abroad.

Upon the dissolution of this corporation, its assets remaining after payment, or provision of payment, of all debts and liabilities of this corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue 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.

No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the Internal Revenue Code), and this 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.

No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that this 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 these articles.

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 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.

All references to sections of the Internal Revenue Code shall include such sections as of the date hereof and the corresponding section of any future federal tax code.