

NO 7000005531

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

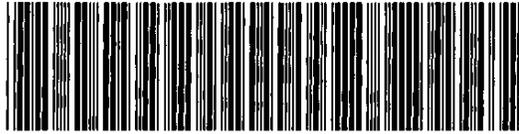
(Business Entity Name)

(Document Number)

Certified Copies Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



300113155273

12/19/07--01019--007 **43.75

FILED
2007 DEC 31 PM 1:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend

TR 12-31-07

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: ESE Resources Inc.

DOCUMENT NUMBER: N07000005531

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

Please return all correspondence concerning this matter to the following:

Andrew Bryan
(Name of Contact Person)

ESE Resources Inc.
(Firm/ Company)

2822 NW 19th Pl.
(Address)

Cape Coral, Fl 33993
(City/ State and Zip Code)

For further information concerning this matter, please call:

Andrew Bryan at (832) 205-6642
(Name of Contact Person) (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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

December 21, 2007

ANDREW BRYAN
ESE RESOURCES INC.
2822 NW 19TH PL
CAPE CORAL, FL 33993

SUBJECT: ESE RESOURCES INC.
Ref. Number: N07000005531 -

We have received your document for ESE RESOURCES INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6925.

Teresa Brown
Regulatory Specialist II

Letter Number: 907A00071216

RECEIVED

2007 DEC 31 AM 9:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**Articles of Amendment
to
Articles of Incorporation
of**

FILED
2007 DEC 31 PM 1:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ESE Resources Inc.

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

N07000005531

(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):

(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)**

Article III shall read: The purpose for which the corporation is organized is: to prepare, develop, provide, make available, present, and/or offer information, resources, equipment, services and/or educational materials or facilities in any media, venue, material or format deemed appropriate, by the Board of Directors, to Special Needs individuals, their caregivers, educators and/or educational institutions and organizations, supporters and/or support organizations, and those individuals and/or organizations with an interest in Special Needs and/or in Special Needs individuals. Special Needs shall be defined by the standards and criteria utilized by the educational and/or medical communities.

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

Article IX. Inurement and Activities: see attached sheet for article to be inserted into Articles of Incorporation

Article X. Dissolution of ESE Resources Inc.: see attached sheet for article to be inserted into Articles of Incorporation

(Attach additional pages if necessary)
(continued)

Addendum sheet to Articles of Incorporation for ESE Resources Inc.

Article IX

Inurement and Activities:

No part of the net earnings of the organization shall inure to the benefit of, or be distributed 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 financing (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 purposes 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) by any organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Article X

Dissolution of ESE Resources Inc.:

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

The date of adoption of the amendment(s) was: December 5, 2007

Effective date if applicable: _____
(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.)

Andrew Bryan
(Typed or printed name of person signing)

Chairman of the Board
(Title of person signing)

FILING FEE: \$35