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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Amend*  
*SL*

*1908*

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:**  
**The Center of Knowledge and Learning, Inc.**

**DOCUMENT NUMBER: N07000005621**

The enclosed ***Articles of Amendment*** and fee are submitted for filing.  
Please return all correspondence concerning this matter to the following:

Darlene Bell-Alexander  
The Center of Knowledge and Learning, Inc.  
17452 S.W. 104 Avenue  
Miami, FL 33157

For further information concerning this matter, please call:  
Darlene Bell-Alexander at (305) 763-4400

Enclosed is a check for the following amount: \$35.00

**Mailing Address Street Address**

Amendment Section Amendment Section  
Division of Corporations Division of Corporations  
P.O. Box 6327 Clifton Building  
Tallahassee, FL 32314 2661 Executive Center Circle  
Tallahassee, FL 32301

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

**The Center of Knowledge and Learning, Inc.**

**Document Number: N07000005621**

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:

**AMENDMENTS ADOPTED** (Entire provision below added)

**Amendment to Article III**

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 provide educational outreach programs to the South Florida community.

Upon the dissolution of this corporation, its assets remaining after payment, or provision for 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

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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.

**The date of adoption of the amendment(s) was: December 27, 2007**  
**Effective date if applicable: December 27, 2007**

**Adoption of Amendment:**

- There are no members or members entitled to vote on the amendment. The amendment was adopted by the board of directors.

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

Printed Name: Darlene Y. Bell-Alexander, President