

No 7000009697

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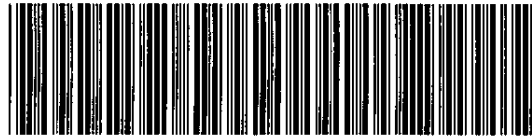
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Roberts JUN 05 2008

MARCHENA & GRAHAM, P.A.

A T T O R N E Y S A T L A W

**MARCOS R. MARCHENA
KEITH A. GRAHAM
YOVANNIE RODRIGUEZ**

**JUAN CARLOS GOMEZ
LISA L. HARRISON
DIEGO "WOODY" RODRIGUEZ
CHRISTOPHER J. WILSON**

**976 LAKE BALDWIN LANE, SUITE 101
ORLANDO, FLORIDA 32814
TELEPHONE (407) 658-8566
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WRITER'S E-MAIL: MMARCHENA@MGFIRM.COM**

May 22, 2008

VIA U.S. POSTAL SERVICE FIRST CLASS MAIL

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

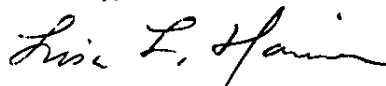
To Whom it may concern,

Please find the enclosed original and a copy of the documents for the Articles of Amendment for the non-profit Florida corporation Orlando Aftershock, Inc. for filing. We have also enclosed the filing and certified copy fee of \$43.75. We are in the process of obtaining 501(c)(3) status from the IRS, and these amended changes were made pursuant to an IRS request to do so, toward the non-profit status determination.

We have a deadline of June 4, 2008, for responding to the IRS with the requested changes, so if it is not possible to have received a certified copy for inclusion in our response, please advise and we will request an extension from the IRS.

Please contact us with any additional questions that you may have. Thank You.

Sincerely,


Lisa L. Harrison, Esq.

Enclosures

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: ORLANDO AFTERSHOCK, INC.

DOCUMENT NUMBER: N07000009697

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

Please return all correspondence concerning this matter to the following:

MARCOS R. MARCHENA

(Name of Contact Person)

MARCHENA AND GRAHAM, P.A.

(Firm/ Company)

976 LAKE BALDWIN LANE, SUITE 101

(Address)

ORLANDO, FLORIDA 32814

(City/ State and Zip Code)

For further information concerning this matter, please call:

LISA L. HARRISON, ESQ.

(Name of Contact Person)

at (407) 658-8566

(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

Articles of Amendment
to
Articles of Incorporation
of

FILED
08 MAY 27 PM 1:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORLANDO AFTERSHOCK, INC.

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

N07000009697

(Document number of corporation (if known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

NEW CORPORATE NAME (if changing):

(Must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.")
(A professional corporation must contain the word "chartered", "professional association," or the abbreviation "P.A.")

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: (**BE SPECIFIC**)

ARTICLE II - PURPOSE [see attached]

ARTICLE IV - RESTRICTIONS [see attached]

ARTICLE X - DISSOLUTION [see attached]

(Attach additional pages if necessary)

If an amendment provides for exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself: (If not applicable, indicate N/A)

(continued)

The date of each amendment(s) adoption: May 2/ 2008

Effective date if applicable: _____
(no more than 90 days after amendment file date)

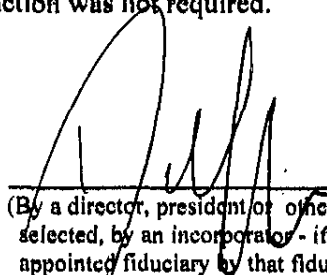
Adoption of Amendment(s) **(CHECK ONE)**

- ☐ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____."
(voting group)

- ☒ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signature


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

Daniel A. Lobozzo

(Typed or printed name of person signing)

President

(Title of person signing)

FILING FEE: \$35

ATTACHMENT

Articles of Amendment to Articles of Incorporation of

**ORLANDO AFTERSHOCK, INC.
EIN – #75-3255027
DOCUMENT NUMBER – N07000009697**

- 1. ARTICLE II – PURPOSE.** Article II shall be amended to include the following:
 - 2.3 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 corresponding section of any future federal tax code.
- 2. ARTICLE IV – RESTRICTIONS.** Article IV.A. shall be deleted in its entirety and replaced with the following:
 - A. No part of the net earnings of the organization shall inure to the benefit of, or be distributable 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, (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 activities 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 an 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.
- 3. ARTICLE X – DISSOLUTION.** Article X shall be deleted in its entirety and replaced with the following:

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 each purposes or to such organization or

organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.