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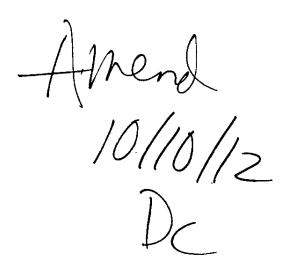
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COVER LETTER

TO: Amendment Section Division of Corporations Academics, Arts, Athletics Foundation, Inc. The enclosed Articles of Amendment and fee are submitted for filing. Please return all correspondence concerning this matter to the following: Robert M. O'Malley, Esq. Adams, Adams, Baca & McMillen (Firm/ Company) 155 South Miami Avenue, 9th Floor Justice Building (Address) Miami, FL 33130 (City/ State and Zip Code) romalley@adams-adamslaw.com E-mail address: (to be used for future annual report notification) For further information concerning this matter, please call: Robert M. O'Malley, Esq. at 305 455-6427 Enclosed is a check for the following amount made payable to the Florida Department of State: \$35 Filing Fee □\$43.75 Filing Fee & □\$43.75 Filing Fee & □\$52.50 Filing Fee Certificate of Status Certificate of Status Certified Copy (Additional copy is Certified Copy

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

(Additional Copy is Enclosed)

Articles of Amendment to Articles of Incorporation of

Zact 8 H2.2

Academics, Arts, Athletics Foundation, Inc.

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

N07000010781

(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:

	······			The ne
name must be distinguishable and contain "Company" or "Co." may not be used in		ition" or "incorporated"	or the abbreviation "Corp	o." or "Inc.
B. Enter new principal office address, i (Principal office address MUST BE A ST)		
	. •			
C. Enter new mailing address, if applications (Mailing address MAY BE A POST C				
D. If amending the registered agent and new registered agent and/or the new			nter the name of the	
Name of New Registered Agent:	Robert M.	O'Malley, Esq.		
	155 South Miam	Avenue, 9th Floor Justi	ce Building	
New Registered Office Address:	· · · · · · · · · · · · · · · · · · ·	(Florida street address)	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	
	Miami		, Florida 33130	
	(City,		(Zip Code)	
New Registered Agent's Signature, if ch I hereby accept the appointment as registe			ne obligations of the position	on.
Sim	native of New Page	stered Agent, if changing		,

Page 1 of 4

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

Please note the officer/director title by the first letter of the office title:

P = President; V = Vice President; T = Treasurer; S = Secretary; D = Director; TR = Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change, Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example: X Change X Remove X Add	<u>V</u> <u>Mi</u>	hn <u>Doe</u> ike Jones Ily Smith	
Type of Action (Check One)	<u>Title</u>	<u>Name</u>	Address
1) Change	<u>S</u>	Maria Ferrer	75 N. Royal Poinciana Blvd
Add			Miami Springs, FL 33166
X Remove			
2) X Change	<u>D</u>	Alex Rizo	75 N. Royal Poinciana Blvd
Add			Miami Springs, FL 33166
Remove	D	Manual Diana	75 N. David Bainsiana Blad
3) X Change	<u>D</u>	Manuel Riera	75 N. Royal Poinciana Blvd
Add			Miami Springs, FL 33166
Remove 4) Change	D	Manuel Ferrer	. 75 N. Royal Poinciana Blvd
Add			Miami Springs, FL 33166
Remove	,		
5) Change		<u> </u>	
Add		•	
Remove			
6) Change			
Add			
Remove			

E. If amending or adding additional Articles, enter change(s) here: (attach additional sheets, if necessary). (Be specific)				
Pursuant to a vote of the Board of Directors, Maria Ferrer is no longer an Officer or employee of Academics, Arts, Athletics Foundation, Inc. Pursuant to a vote of the Board of Directors, the titles of Secretary, COO, CAO and CCO are changed to D for the three shareholders.				
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The date of each amendment(s) add	option: October 5, 2012
Effective date if applicable:	
	(no more than 90 days after amendment file date)
Adoption of Amendment(s)	(CHECK ONE)
The amendment(s) was/were add was/were sufficient for approval	opted by the members and the number of votes cast for the amendment(s)
There are no members or members adopted by the board of director Dated Signature	ers entitled to vote on the amendment(s). The amendment(s) was/were rs.
(By the chair have not been	han of vice chairman of the board, president or other officer-if directors in selected, by an incorporator — if in the hands of a receiver, trustee, or ppointed fiduciary by that fiduciary)
Alex Rizo	
((Typed or printed name of person signing)
Director	
	(Title of person signing)