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LIFEFORCE ARTS AND TECHNOLOGY ACADEMY, INC

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**ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION
OF**

LIFEFORCE ARTS AND TECHNOLOGY ACADEMY, INC.

The undersigned, as president of LIFEFORCE ARTS AND TECHNOLOGY ACADEMY, INC., does hereby certify that the Amendment provided for herein was adopted by the stockholders and the board of directors on the 6th day of OCTOBER, 2009.

1. Name of Corporation: LIFEFORCE ARTS AND TECHNOLOGY ACADEMY, INC.

2. Amendment to Article III: Article III of the Articles of Incorporation is hereby amended to read as follows:

"1. The corporation is organized and shall be operated as a corporation not for profit, exclusively for charitable, literary and educational purposes as described in Section 501(c)(3) of the Internal Revenue Code of 1986, as now or hereafter amended ("Code").

2. Notwithstanding any other provision of these articles, the corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income tax under Code Section 501(c)(3) or by an organization, contributions to which are deductible under Code Section 170(c)(2).

3. Solely for the above purposes, the corporation is empowered to exercise all rights and powers conferred by the laws of the State of Florida upon corporations not for profit, including, but without limitation thereon, to receive gifts, bequests and contributions in any form, to use, apply, invest and reinvest the principal and/or income therefrom or distribute the same for the above purposes."

3. Amendment to add Article VIII: The Articles of Incorporation are hereby amended to include an additional Article VIII, Distribution of Assets on Dissolution, which reads as follows:

"In the event the corporation dissolves, the board of directors shall, after paying or making provisions for the payment of all of the liabilities of the corporation, distribute all remaining assets of the corporation exclusively to charitable organizations which would then qualify under the provisions of Code Section 501(c)(3) and the treasury regulations, as now they exist, or as they may hereafter be amended."

4. Board Approval: This organization has no members. Therefore, the amendments contained herein were adopted by the Board of Directors on the 6th day of OCTOBER, 2009.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment on the 7th day of OCTOBER, 2009.

LIFEFORCE ARTS AND TECHNOLOGY
ACADEMY, INC.

By: 

Its: MAURICE E. MICKENS

PRESIDENT

Prepared By:

Peter A. Rivellini, Esquire
Johnson, Pope, Bokor, Ruppel & Burns, LLP
911 Chestnut Street
Clearwater, Florida 33756
Bar No. 0067156
(727) 461-1818

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