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Division of Corporations

September 18, 2008

JAMES B. EVETTS
FLORIDA DISASTER ENGINEERS, INC.
102 COLUMBIA DR STE 105
CAPE CANAVERAL, FL 32920

SUBJECT: FLORIDA DISASTER ENGINEERS, INC.

Ref. Number: N08000001882

We have received your document for FLORIDA DISASTER ENGINEERS, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Amendments for nonprofit corporations are filed in compliance with section 617.1006, Florida Statutes. Please see the attached information.

If there are <u>MEMBERS ENTITLED TO VOTE</u> on a proposed amendment, the document must contain: (1) the date of adoption of the amendment by the members and (2) a statement that the number of votes cast for the amendment was sufficient for approval.

If there are <u>NO MEMBERS OR MEMBERS ENTITLED TO VOTE</u> on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

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) 2456892.

Ting Roberts Regulatory Specialist II

Letter Number: 908A00050677

COVER LETTER

TO: Amendment Section Division of Corporations

NAME OF CORPORATION: FLORIDA	DISASTER ENGINEERS, INC.	
DOCUMENT NUMBER: NO800000 1882		
The enclosed Articles of Amendment and fee are submitted for filing.		
Please return all correspondence concerning this matter to the following:		
JAMES B. EVETTS (Name of Contact Person)		
FLORIDA DISASTER ENGINEERS, INC. (Firm/Company)		
102 Columbia DR. Suite 105 (Address)		
CAPE CANAVERAL, FL 32920 (City/State and Zip Code)		
For further information concerning this matter, please call:		
JAMES B. EVETTS (Name of Contact Person)	at (331) 784-58// (Area Code & Daytime Telephone Number)	
Enclosed is a check for the following amount:		
\$35 Filing Fee \$43.75 Filing Fee & Certificate of Status	S43.75 Filing Fee & S52.50 Filing Fee Certified Copy (Additional copy is enclosed) \$\$ 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 THE ARTICLES OF INCORPORATION

OF

Florida Disaster Engineers, Inc.

A Florida Not For Profit Corporation



The undersigned Incorporator, for the purpose of forming a corporation under the Florida Non for Profit Corporation Act, hereby adopts and executes the following Articles of Incorporation:

ARTICLE I – Name

The name of this corporation is Florida Disaster Engineers, Inc.

ARTICLE II - Principal Office

The principal place of business and mailing address of the corporation is 102 Columbia Drive; Suite 105, Cape Canaveral, Brevard County, Florida, 32920.

ARTICLE III - Duration

The period of duration of this corporation shall be perpetual.

ARTICLE IV – Purposes

The organization is organized exclusively for charitable, educational, religious, and scientific purposes under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Specifically, the organization will provide equipment and training to an elite group of civilian rescue workers known as Structures Specialists (StS) and will exclusively receive and administer funds for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as it now exists or as hereafter amended (the "Code"), or the corresponding provisions of any future United States internal revenue law, including within such purposes the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Code.

ARTICLE V - Manner of Election of Directors

This corporation is a directorship corporation and the sole members of the corporation are its Board of Directors. The manner in which directors are elected or appointed is: the Incorporator will

the majority vote of the Board of Directors.

ARTICLE VI - Powers

This corporation shall have the power to do all lawful acts or things necessary, appropriate or desirable to carry out and in furtherance of its purposes described in Article IV which are consistent with the Florida Non for Profit Corporation Act and Section 501(c)(3) of the Code.

ARTICLE VII - Initial Registered Agent and Street Address

The name and Florida street address of the initial registered agent are:

James Byron Evetts 122 La Riviere Road Cocoa Beach, FL 32931

ARTICLE VIII - Incorporator

The name and address of the Incorporator to these Article of Incorporation are:

James Byron Evetts 122 La Riviere Road Cocoa Beach, FL 32931

ARTICLE IX - Immunity

An officer or director of a not for profit organization recognized under Section 501(c)(3) of the Code, is not personally liable for monetary damages to any person for any statement, vote, decision, or failure to take an action, regarding organizational management or policy by an officer or director, unless:

- (a) The officer or director breached or failed to perform his or her duties as an officer or director; and
 - (b) The officer's or director's breach of, or failure to perform his or her duties constitutes:
- 1. A violation of the criminal law, unless the officer or director had reasonable cause to believe his or her conduct was lawful or had no reasonable cause to believe his or her conduct was unlawful. A judgment or other final adjudication against an officer or director in any criminal proceeding for violation of the criminal law estops that officer or director from contesting the fact that his or her breach, or failure to perform, constitutes a violation of the criminal law, but does not estop the officer or director from establishing that he or she had reasonable cause to believe that his or her conduct was lawful or had no reasonable cause to believe that his or her conduct was unlawful;

- 2. A transaction from which the officer or director derived an improper personal benefit, either directly or indirectly; or
- 3. Recklessness or an act or omission which was committed in bad faith or with malicious purpose or in a manner exhibiting wanton and willful disregard of human rights, safety, or property.

ARTICLE X - Various

The property of this corporation is irrevocably dedicated to tax exempt purposes under said Section 501(c)(3) as described herein and no part of the net income or net assets of the corporation shall inure to the benefit of, or be distributable to, its directors, officers, or other private persons. However, the corporation is authorized to pay reasonable compensation for services actually rendered and to make payments and distributions in furtherance of its tax exempt purposes.

No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office.

This corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income taxes under Section 501(c)(3) of the Code, or the corresponding provision of any future United States internal revenue law.

ARTICLE XI - Dissolution

Upon the dissolution or winding up of the corporation, or in the event it shall cease to engage in carrying out the purposes set forth in these Articles, all of the business, properties, assets and income of the corporation remaining after payment, or provision for payment, of all debts and liabilities of this corporation, shall be distributed to a nonprofit fund, foundation, or corporation related to the purposes of this corporation, as may be determined by the Board of Directors of this corporation in its sole discretion, and which has established its tax exempt status under Section 501(c)(3) of the Code. In no event shall any of the business, properties, assets or income of this corporation, in the event of dissolution thereof, be distributed to the directors or officers, either for the reimbursement of any sums subscribed, donated or contributed by the same, or for any other purpose.

Adoption of Amendments

The date of adoption of the amendments was:

September 1, 2008

There are no members or members entitled to vote on the amendment. The amendments were adopted by the Board of Directors.

Dated: 9(11/08

James B. Evets by Both [NAME OF INCORPORATOR], Incorporator