

N 090000000234

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

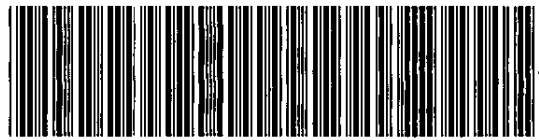
(Business Entity Name)

(Document Number)

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03/16/09--01049--014 **43.75

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
09 MAR 16 AM 11:00

Amend/cc
@ 3/18/09

March 10, 2009

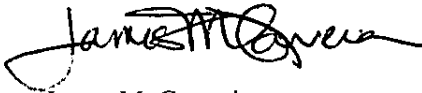
Florida Department of State
Amendment Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314.

RE: N09000000234- Amendment to Articles of Incorporation

Please file the enclosed Amendment to the Articles of Incorporation and return a certified copy of this filing to 941 NE 19 Ave., Suite 210, Fort Lauderdale, FL 33304. Enclosed is our check for \$43.75 for the \$35 filing fee and \$8.75 certified copy fee. If there are any questions, my contact phone number is 954-609-3915 .

Thank you for your assistance.

Sincerely,

A handwritten signature in black ink, appearing to read "James M. Gouveia". The signature is fluid and cursive, with a large initial "J" and "G".

James M. Gouveia
President

Enclosures

ARTICLES OF AMENDMENT
To
ARTICLES OF INCORPORATION
Of
FOUNDATION FOR STUDENT PROGRESS, INC.

(present name)

N0900000234

(Document Number of Corporation (If known))

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
09 MAR 16 AM 10:59

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: Amendment(s) adopted: (INDICATE ARTICLE NUMBER(S) BEING AMENDED, ADDED OR DELETED.)

Amend: Article III The purposes for which the corporation is organized are:

- a. Foundation for Student Progress, Inc. is organized for exclusively religious, charitable, educational and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under said Section 501(c)(3) of the Internal Revenue Code of 1986. Specifically, the organization will provide scholarships for students pursuing higher education.
- b. Notwithstanding any other provision of these Articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law or 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.
- c. No substantial part of the activities of the corporation shall be carrying on propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publication or distribution of statements), any political campaign on behalf of any candidate for public office.

Add: Article VIII

No part of the net earnings of the corporation 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.

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for payment of all the liabilities of the corporation, dispose of the residual assets of the corporation exclusively for exempt purposes of the corporation in such manner, or to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986 or corresponding Sections of any future Internal Revenue Code. Any such assets not so disposed of shall be disposed of by the Superior Court of the county in which the principal office of the corporation is then located, for such purposes or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes

SECOND: The date of adoption of the amendment(s) was: 3/11/2009

THIRD: Adoption of Amendment (CHECK ONE)

- The amendments was/were adopted by the members and the number of votes cast for the amendment was sufficient for approval.
- There are no members or members entitled to vote on the amendment. The amendments were adopted by the board of directors.


Signature of Chairman, Vice Chairman, President or other officer

James M. Gouveia

James M. Gouveia

Typed or printed name

President

3/11/2009

Title

Date