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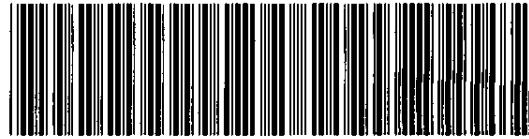
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2010 DEC 14 PM 4:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend

TB

DEC 16 2010



LAW OFFICES

BOONE, BOONE, BOONE, KODA & FROOK, P.A.

P. O. BOX 1596

VENICE, FLORIDA 34284

ESTABLISHED 1956

E.G. (DAN) BOONE
JEFFERY A. BOONE
STEPHEN K. BOONE
JOHN S. KODA
MARGARET (PEGGY) S. FROOK

JAMES T. COLLINS, LAND PLANNER
(NOT A MEMBER OF THE FLORIDA BAR)

STREET ADDRESS:

1001 AVENIDA DEL CIRCO 34285

TELEPHONE (941) 488-6716

FAX (941) 488-7079

e-mail: adm@boone-law.com

December 8, 2010

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

Re: Sauti Moja – USA, Inc.
Document #N10000010051

Dear Sir:

Enclosed please find a \$43.75 check made payable to the Florida Department of State, filing form cover letter and two copies of the Amended Articles of Incorporation for filing an Articles of Amendment and receiving a certified copy for the above referenced not for profit corporation.

Should you have any questions, please do not hesitate to let me know.

Kind regards.

Very truly yours,

Stephen K. Boone

SKB/laf

Enclosures

C143-13907\AmendedArticles

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Sauti Moja - USA, Inc.

DOCUMENT NUMBER: N10000010051

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

Please return all correspondence concerning this matter to the following:

Stephen K. Boone
(Name of Contact Person)

Boone, Boone, Boone, Koda & Froom, P.A.
(Firm/ Company)

P.O. Box 1596
(Address)

Venice, Florida 34284
(City/ State and Zip Code)

sboone@boone-law.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Stephen K. Boone at (941) 488-6716
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

- | | | | |
|--|--|--|--|
| <input type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input checked="" type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | <input type="checkbox"/> \$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

Sauti Moja - USA, Inc.

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

N10000010051

(Document Number of Corporation (if known))

FILED
2010 DEC 14 PM 4:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:

A. If amending name, enter the new name of the corporation:

The new name must be distinguishable and contain the word "corporation" or "incorporated" or the abbreviation "Corp." or " Inc." "Company" or "Co." may not be used in the name.

B. Enter new principal office address, if applicable:

(Principal office address MUST BE A STREET ADDRESS)

C. Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent:

New Registered Office Address:

(Florida street address)

_____, Florida
(City) (Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Signature of New Registered Agent, if changing

(Attach additional sheets, if necessary)

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove

(attach additional sheets, if necessary). (Be specific)

Please see attached.

This image shows a single sheet of white paper with horizontal ruling lines. The lines are evenly spaced and run across the width of the page. There are no margins, text, or other markings on the paper.

The date of each amendment(s) adoption: November 1, 2010
(date of adoption is required)

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

Adoption of Amendment(s) (CHECK ONE)

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

Dated 12/8/10
Signature [Handwritten Signature]
(By the chairman or vice chairman of the board, president or other officer-if directors have not been selected, by an incorporator – if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

William Cogburn
(Typed or printed name of person signing)

President/Director
(Title of person signing)

**AMENDED ARTICLES OF INCORPORATION
OF
SAUTI MOJA – USA, INC.**

The undersigned, for the purpose of forming a corporation under the Florida Not For Profit Corporation Act, (Chapter 617, Florida Statutes) hereby adopts the following Amended Articles of Incorporation.

**ARTICLE ONE
NAME**

The name of the Corporation is **Sauti Moja – USA, Inc.**

**ARTICLE TWO
PRINCIPAL OFFICE**

The street address of the principal office of the Corporation is 721 Cadiz, Venice, Florida 34285. The mailing address of the Corporation is the same.

**ARTICLE THREE
PURPOSE**

(A) The purposes for which the Corporation is organized are to receive and administer funds for scientific, educational and charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of the United States, and to that end to hold any property, or any

undivided interest in property, without limitation as to amount or value; to dispose of any such property and to invest, reinvest or deal with the principal or the income in such manner as, in the judgment of the directors, will best promote the purposes of the Corporation without limitation, except such limitations as may be contained in the instrument under which such property is received, these Articles of Incorporation, the Bylaws of the Corporation, or any applicable laws; to do any other act or thing incidental to or connected with the foregoing purposes or in advancement thereof, but not for the pecuniary profit or financial gain of its directors or officers except as permitted under the Florida Not for Profit Corporation Act. The objectives of the Corporation are:

(i) To provide assistance to individuals living in East Africa who are suffering from the effects of poverty, war, famine, disease and disasters, without regard to their faith, ethnic origin, social class or world view.

(ii) and without limiting the generality of the foregoing objectives and provided that such objectives shall include only those that are, at law, exclusively charitable and to accomplish the aforesaid objectives:

- (a) To provide relief to those in need of the necessities of life (food, water, and health care).
- (b) To provide livestock, seeds, tools, technical training and loans in order to support livelihood recovery and food security for those suffering from the effects of poverty, war, famine, disease and disasters.

- (c) To care for orphans and vulnerable children by providing shelter, education support, and general care.
- (d) To develop or promote community health in East African nations by educating and instructing the public on prevention of, and curative measures for, health problems and by researching and documenting changes in the health of the community.
- (e) To conduct research and contribute to the development of strategies and support implementation of programs and plans for the conservation and governance of natural resources, including wildlife.
- (f) To conduct research, training, and advisory services that contributes to the capacity of local leaders and empowerment of communities.
- (g) To advocate for policy and programs, and partner with affected communities and agencies, in support to the above objects.
- (h) To raise money for the aforesaid purposes by inviting contributions and accepting donations.

(B) No part of the net earnings of the Corporation shall inure to the benefit of any member, trustee, officer of the Corporation or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes), and no member, trustee, officer of the Corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation.

No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation 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.

(C) The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986 or corresponding provisions of any subsequent federal tax laws.

(D) The Corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

(E) The Corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

(F) The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

(G) The Corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

(H) Notwithstanding any other provision of these Articles of Incorporation, the

Corporation shall not carry on any activities not permitted by an organization exempt under Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may be amended, or by an organization, contributions to which are deductible under Section 170(c)(2) of such Code and Regulations as they now exist or as they may be amended.

(I) Upon the dissolution of the Corporation or the winding up of its affairs, the assets of the Corporation shall be distributed exclusively to charitable, religious, scientific, literary or educational organizations which would then qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may be amended.

ARTICLE FOUR DIRECTORS

The initial directors of the Corporation shall be William Cogburn, Dianne Cogburn and Thomas Derrough. Thereafter, directors of the Corporation shall be elected in the manner set forth in the Bylaws of the Corporation.

ARTICLE FIVE INITIAL REGISTERED AGENT AND ADDRESS

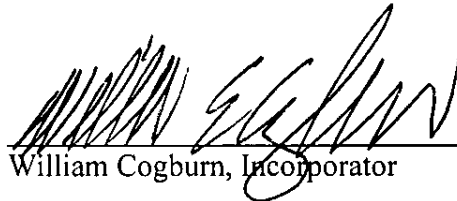
As set forth in the registered agent's written acceptance of appointment which is delivered to the Department of State with these Amended Articles of Incorporation, the name and address of the initial registered agent for the Corporation is William Cogburn, 721 Cadiz, Venice, Florida 34285.

**ARTICLE SIX
INCORPORATOR**

The name and street address of the incorporator are as follows:

William Cogburn
721 Cadiz
Venice, Florida 34285

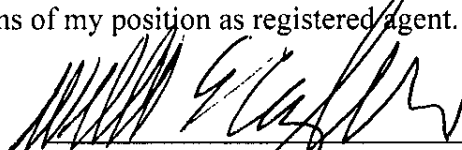
The undersigned has executed these Amended Articles of Incorporation this 1st day of
November, 2010.



William Cogburn, Incorporator

ACCEPTANCE OF REGISTERED AGENT

The undersigned, who has been designated registered agent and to accept service of process for the above corporation, affirms that his name is William Cogburn, and the address for the registered office of the corporation is 721 Cadiz, Venice, Florida 34285. I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Print Name: William Cogburn
Date: November 1, 2010