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DEAN MEAD ORLANDO

Division of Corporations

001

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**ARTICLES OF AMENDMENT  
TO THE ARTICLES OF INCORPORATION  
OF  
EPIC YOUTH EDUCATION INC**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 617.1002 of the Florida Statutes, the undersigned Florida corporation hereby adopts the following Articles of Amendment to its Articles of Incorporation:

**ARTICLE I - NAME**

The name of the corporation is Epic Youth Education Inc (hereinafter referred to as the "Corporation"), Florida Document Number N12000011721.

**ARTICLE II - ADOPTION AND TEXT OF AMENDMENTS**

All of the Directors of the Corporation approved resolutions amending Article III of the Articles of Incorporation and adding a new Article IX to the Articles of Incorporation. There are no members or members entitled to vote on the amendments, and the Amendments were adopted by the Board of Directors. The date of adoption of the amendments is February 4, 2013. The following is a true and correct copy of the resolutions amending Article III of the Articles of Incorporation and adding a new Article IX to the Articles of Incorporation:

**RESOLVED**, that Article III of the Articles of Incorporation of the Corporation shall be amended in its entirety to read as follows:

**"Article III**

A. The Corporation is organized exclusively for charitable, educational, scientific and literary purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or such corresponding section of any future federal tax code (hereinafter referred to as the "Code"). To the extent consistent with the preceding sentence and permissible under Florida law, the purposes of the Corporation shall include, but shall not be limited to,

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operating a learning center for children school K-12 and other educational services.

B. The Corporation shall be authorized to carry out any and all acts and to exercise any and all corporate powers which may now or hereafter be lawful under the laws of the State of Florida to the extent applicable to corporations not for profit and that are not inconsistent with these Articles of Incorporation.

C. Notwithstanding anything contained in these Articles of Incorporation to the contrary, the following provisions shall apply:

1. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its directors, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered to the Corporation and to make payments and distributions in furtherance of the purposes set forth in this Article III.

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

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

**FURTHER RESOLVED**, that a new Article IX shall be added to the Articles of Incorporation of the Corporation and shall read as follows:

**"Article IX**

Upon the dissolution of the Corporation, after the payment or provision for the payment of all of the liabilities of the Corporation, all of the assets of the Corporation shall be distributed for one or more exempt purposes within the meaning of Code Section 501(c)(3), or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of

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shall be disposed of by the Circuit Court of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes. In no event, however, may the assets to be disposed of be distributed to or for the benefit of any director, officer or other private person, other than as reasonable payment for services rendered by such person."

ARTICLE III - EFFECTIVE DATE OF AMENDMENTS

The effective date of the amendments to the Articles of Incorporation of the Corporation set forth herein will be as of the date of filing with the Florida Department of State.

Dated this 11<sup>th</sup> day of February, 2013.

EPIC YOUTH EDUCATION INC

By. 

Faten N. Abdallah, President