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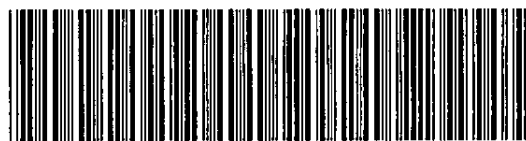
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DIVISION OF CORPORATIONS
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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: POWER Employment Group, INC.

DOCUMENT NUMBER: N16000003765

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

Please return all correspondence concerning this matter to the following:

BRIAN K Johnson

(Name of Contact Person)

Power Employment Group, INC.

(Firm/ Company)

6179 Ringold Circle

(Address)

PENSACOLA, FL 32503

(City/ State and Zip Code)

Powergetsjobs@gmail.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

BRIAN K Johnson

(Name of Contact Person)

at (850) 501-8792

(Area Code) (Daytime Telephone Number)

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

☐ \$35 Filing Fee

☒ \$43.75 Filing Fee &
Certificate of Status

☐ \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

☐ \$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

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POWER EMPLOYMENT GROUP, INC

Document # N16000003765

EIN # 81-2209986

A FLORIDA Non-profit Corporation

AMENDED ARTICLES OF INCORPORATION

ARTICLE III PURPOSE

3.01 Purpose

Power Employment Group, Inc is a non-profit corporation and shall operate exclusively for Educational, Vocational and Charitable purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code. Power Employment Group, Inc. will provide employment services to individuals who have disabilities. An individual with a disability is defined by the ADA as a person who has a physical or mental impairment that substantially limits one or more major life activities, a person who has a history or record of such an impairment, or a person who is perceived by others as having such an impairment. We will help those individuals prepare for, gain or retain meaningful employment. Employment services are defined as services provided to an individual with a disability that assist in achieving a positive employment outcome. These services include pre-placement training, employment services, supported employment services and on-the-job training services. Services will be focused on leading the individual to competitive employment in an integrated setting whenever possible.

3.02 Non-Profit

Power Employment Group, Inc is designated as a non-profit corporation.

ARTICLE VII

BOARD OF DIRECTORS

5.01 Governance

Power Employment Group, Inc shall be governed by its board of directors.

5.02 Directors

The directors of the corporation shall be:

Brian K Johnson – CEO

Raphael Bennett- President

Patricia Ann Travis- Secretary/Treasurer

LeKeen Brown- Vice President

5.03 Amendments

Any amendment to the Articles of Incorporation may be adopted by approval of two-thirds (2/3) of the board of directors

ARTICLE X

NON-PROFIT NATURE

4.01 Non-profit Nature

Power Employment Group, Inc is organized exclusively for charitable and educational purposes including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code. No part of the net earnings of Power Employment Group, Inc shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation 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.

Notwithstanding any other provision of this document, the corporation shall not carry on any other activities not permitted to be carried on (a) by any organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, corresponding section of any future federal tax code, or (b) 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.

4.01 (Cont'd)

Power Employment Group, Inc is not organized and shall not be operated for the private gain of any person. The property of the corporation is irrevocably dedicated to its educational and charitable purposes. No part of the assets, receipts, or net earnings of the corporation shall inure to the benefit of, or be distributed to any individual. The corporation may, however, pay reasonable compensation for services rendered, and make other payments and distributions consistent with these Articles.

4.02 Personal Liability

No officer or director of this corporation shall be personally liable for the debts or obligations of Power Employment Group, Inc. of any nature whatsoever, nor shall any of the property or assets of the officers or directors be subject to the payment of the debts or obligations of this corporation.

4.03 Dissolution

Upon termination or dissolution of the Power Employment Group, Inc. any assets lawfully available for distribution shall be distributed to one (1) or more qualifying organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986 (or described in any corresponding provision of any successor statute) which organization or organizations have a charitable purpose which, at least generally, includes a purpose similar to the terminating or dissolving corporation.

The organization to receive the assets of the Power Employment Group, Inc. hereunder shall be selected by the discretion of a majority of the managing body of the Power Employment Group, Inc. and if its members cannot so agree, then the recipient organization shall be selected pursuant to a verified petition in equity filed in a court of proper jurisdiction against the Power Employment Group, Inc. by one (1) or more of its managing body which verified petition shall contain such statements as reasonably indicate the applicability of this section. The court upon a finding that this section is applicable shall select the qualifying organization or organizations to receive the assets to be distributed, giving preference if practicable to organizations located within the State of Florida.

In the event that the court shall find that this section is applicable but that there is no qualifying organization known to it which has a charitable purpose, which, at least generally, includes a purpose similar to this corporation, then the court shall direct the distribution of its assets lawfully available for distribution to the Treasurer of the State of Florida to be added to the general fund.

4.04 Prohibited Distributions

No part of the net earnings or properties of this corporation, on dissolution or otherwise, shall inure to the benefit of, or be distributable to, its members, directors, officers or other private person or individual, except that the corporation 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 Article III, Section 3.01.

4.05 Restricted Activities

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

4.06 Prohibited Activities

Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on (I) by a corporation exempt from federal income tax as an organization described by Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (II) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE XI **MEMBERSHIP**

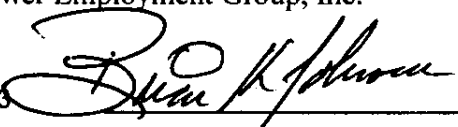
1.01 Membership

Power Employment Group, Inc shall have no members. The management of the affairs of the corporation shall be vested in a board of directors, as defined in the corporation's bylaws.

CERTIFICATE OF ADOPTION OF AMENDED ARTICLES OF **INCORPORATION**

We, the undersigned, do hereby certify that the above stated Articles of Incorporation of Power Employment Group, Inc. were approved by the board of directors on 01-04-2017 and constitute a complete copy of Articles of Incorporation of the Power Employment Group, Inc.

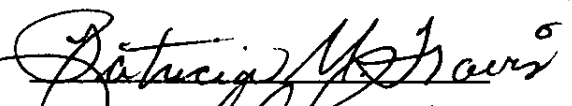
Brian K Johnson- 6179 Ringgold Cir Pensacola, FL 32503



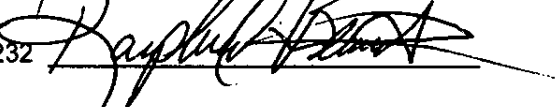
LeKeen Brown-5024 Skylark Court Pensacola, FL 32505



Patricia A Travis- 808 Woodland Drive Pensacola, FL 32503



Raphael Bennett- 100 Paramount Dr Ste-300 Sarasota, FL 34232



EFFECTIVE DATE: JANUARY 4, 2017

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

Please note the officer/director title by the first letter of the office title:

P = President; V= Vice President; T= Treasurer; S= Secretary; D= Director; TR= Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change, Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example:

<input checked="" type="checkbox"/> Change	<u>PT</u>	<u>John Doe</u>
<input checked="" type="checkbox"/> Remove	<u>V</u>	<u>Mike Jones</u>
<input checked="" type="checkbox"/> Add	<u>SV</u>	<u>Sally Smith</u>

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <input checked="" type="checkbox"/> Change	<u>CEO</u>	<u>Brian K Johnson</u>	<u>6179 Ringold Circle</u>
<input type="checkbox"/> Add			<u>Pensacola, FL 32503-7738</u>
<input type="checkbox"/> Remove			
2) <input type="checkbox"/> Change	<u>P</u>	<u>Raphael Bennett</u>	<u>100 Paramount drive</u>
<input checked="" type="checkbox"/> Add			<u>STE-300</u>
<input type="checkbox"/> Remove			<u>Sarasota, FL 34232-6051</u>
3) <input type="checkbox"/> Change	<u>V</u>	<u>LeKeen Brown</u>	<u>5024 Skylark Ct</u>
<input checked="" type="checkbox"/> Add			<u>Pensacola, FL 32503-1841</u>
<input type="checkbox"/> Remove			
4) <input type="checkbox"/> Change	<u>T S</u>	<u>Patrica Ann Travis</u>	<u>808 Woodland Drive</u>
<input checked="" type="checkbox"/> Add			<u>Pensacola, FL 32503-3067</u>
<input type="checkbox"/> Remove			
5) <input type="checkbox"/> Change			
<input type="checkbox"/> Add			
<input type="checkbox"/> Remove			
6) <input type="checkbox"/> Change			
<input type="checkbox"/> Add			
<input type="checkbox"/> Remove			

The date of each amendment(s) adoption: January 4th, 2017

date this document was signed. _____, if other than the

Effective date if applicable: January 4th, 2017

(no more than 90 days after amendment file date)

SECRETARY OF STATE
DIVISION OF CORPORATIONS

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Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

Adoption of Amendment(s)

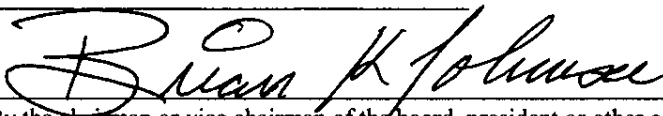
(CHECK ONE)

☒ 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 January 4th, 2017

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)

Brian K Johnson

(Typed or printed name of person signing)

CEO, Power Employment Group, Inc.

(Title of person signing)