

N94000000616

HCL INSTITUTE, INC.
5111 66th Street North, Suite 102
St. Petersburg, FL 33709
727-546-5097

December 30, 1999

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

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*****35.00 *****35.00

RE: Document Number N94000000616

Please send us a copy of the Articles of Amendment filed on April 16, 1999 as the founding incorporator is very ill and papers are missing.

I am also sending new Articles of Amendment to reflect changes necessary for the IRS 501(c)(3) distinction.

Thank you.

Personally Yours,

Donna M. Bryan

Donna M. Bryan
Executive Vice President

FILED
00 JAN 20 PM 2:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATIONS

S. PAYNE JAN 21 2000



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

January 10, 2000

Donna M. Bryan
HCL Institute, Inc.
5111 66th Street North, Suite 102
St. Petersburg, FL 33709

SUBJECT: HCL INSTITUTE INC.
Ref. Number: N94000000616

We have received your document for HCL INSTITUTE INC. . However, the enclosed document has not been filed and is being returned to you for the following reason(s):

* The fee to file articles of amendment is \$35. Certified copies are optional and are \$8.75 for the first 8 pages of the document, and \$1 for each additional page, not to exceed \$52.50.

Please return a copy of this letter along with your document to ensure proper handling.

If you have any questions concerning this matter, please either respond in writing or call (850) 487-6901.

Susan Payne
Senior Section Administrator

Letter Number: 900A00001260

Articles of Amendment
to
Articles of Incorporation
of

HCL Institute Inc.

FILED

00 JAN 20 PM 2:38

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 of Article 2 to include necessary conditions for the IRS provisions of 501(c)(3).

Article 1 - address change

Article VI - Names of officers and Board of Directors

Second: Dated December 30, 1999

Third: There are no members entitled to vote on the amendments. The amendments were adopted by the board of directors.

Corporation Name: HCL Institute Inc.


Donna Maria Bryan, Executive Vice President

Dated December 30, 1999

Article VI

All corporate powers shall be exercised by the President, Executive Vice President, Vice President of Operations and Secretary Treasurer equally with the advice of the members of the Board of Directors.

The names and addresses of the officers and existing Board of Directors are

Floyd A. Hickok, President and CEO
5694 40th Terrace N. #325
St. Petersburg, Fl. 33709
727-384-3241

Donna Maria Bryan, Executive Vice President
6918 Duncansby Ave. N.
St. Petersburg, Fl 33709
727-547-6419

Theresa Withall, Vice President of Operations
10126 66 Ave. N.
Seminole, Fl 33772

Claire Jean Galvagni, Secretary and Treasurer
5694 40th Terrace N. #325
St. Petersburg, Fl. 33709
727-384-3241

Revision of
Articles of Incorporation
of
HCL Institute Inc.
A Charter School
Non - Profit Organization

Article 1

... The address of the principle office of the corporation shall be 5111 66th Street North, Suite 102, St. Petersburg, FL 33709.

Article 2

Said organization is organized exclusively for charitable, religious, educational, and scientific 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 the organization 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. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Upon dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization 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.