

N97000001710

GEORGE W. PALMER
CERTIFIED PUBLIC ACCOUNTANT

6508 Beach Boulevard
Jacksonville, Florida 32216
(904)721-1115

June 23, 1997

Corporate Records Bureau
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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-06/24/97--01015--009
*****35.00 *****35.00

Gentlemen:

Please find enclosed, check in the amount of
Thirty-Five Dollars (\$35.00) to cover corporation amended
filing fees for: NATIONAL ORDER OF JUNIOR HONOR GUARD,
INC. Two originals of Amended Articles of Incorporation
papers are also attached.

All information or questions should be addressed to:

George W. Palmer, C.P.A. (904)721-1115
6508 Beach Blvd.
Jacksonville, FL 32216

Yours truly,

George W. Palmer, C.P.A.
George W. Palmer, C.P.A.

GWP:bp

Enclosures

FILED
97 JUL -7 PM 1:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend
NFF 7-9-97

GEORGE W. PALMER
CERTIFIED PUBLIC ACCOUNTANT
6508 BEACH BOULEVARD
JACKSONVILLE, FLORIDA 32216
TELEPHONE (904) 721-1115

July 2, 1997

Corporate Records Bureau
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Attn: Ms Louise Jackson

Dear Ms. Jackson:

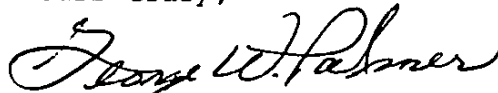
Enclosed is the Articles of Amendment for National Order of Junior Honor Guards, Inc., as we discussed over the telephone. I hope that this satisfies the requirements of the State of Florida.

Thank you very much for your help.

All information or questions should be addressed to:

George W. Palmer, C.P.A. (904) 721-1115
6508 Beach Blvd.
Jacksonville, FL 32216

Yours truly,


George W. Palmer, C.P.A.

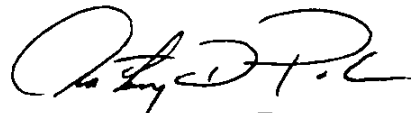
GWP:bp

Enclosures

ARTICLES OF AMENDMENT
OF
NATIONAL ORDER OF JUNIOR HONOR GUARDS, INC.

FILED
97 JUL -7 PM 1:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

At the first meeting of the Board of Directors of the National Order of Junior Honor Guards, Inc. held on June 20, 1997, the Articles of Incorporation were amended and approved by the Board of Directors to include language in Article III required by the Internal Revenue Service in order to become a 501(c)3 (non-taxable) corporation. Additional directors were also elected as listed under Article IV. Article X in the original filing papers was corrected to read Article VIII and this was also approved by the Board of Directors and Members.



Anthony D. Parker, President

AMENDMENT OF ARTICLE III - Purpose

The corporation is organized exclusively for charitable, religious, educational, and scientific 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 the organization shall inure to the benefit of, or be distributable to its directors, 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 section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Upon the 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.

The Corporation is formed to engage in and conduct the service of training youth and give them the opportunity to serve in various ways and shall include the transaction of any and all lawful business for which corporations may be incorporated under Chapter 617, Florida Statutes.

AMENDMENT OF ARTICLE IV - Directors

The corporation shall have not less than three (3) nor more than nine (9) directors. The number of directors shall be determined by the directors at their annual meeting. The following is the names and addresses of the newly elected Board of Directors, who shall hold office until the successors are elected and qualified:

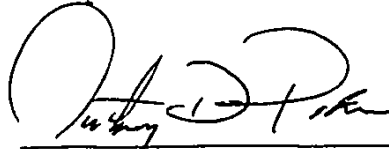
<u>NAME</u>	<u>ADDRESS</u>
Anthony D. Parker	1112 Westdale Dr. Jacksonville, Florida 32211
Jacquelyn Y Parker	1112 Westdale Dr. Jacksonville, Florida 32211
Mary Edmonds	2471 Gayland Rd. Jacksonville, FL 32218
Jacquelin S. Jones	8706 Buzz Ct. Jacksonville, FL 32216
Schaurntel Dantzler	843 Alderman Rd. Jacksonville, FL 32211
Delores Brown	2680 W. 23rd Street Jacksonville, FL 32206
Linell Quarterman	433 W. 16th Street Jacksonville, FL 32206
Ingrid Walcott	4131 O'Riely Drive Jacksonville, FL 32210
Elizabeth Carter	4733 Lincrest Dr. N. Jacksonville, FL 32208

AMENDMENT OF ARTICLE X
Changed to ARTICLE VIII - OFFICERS

The officers of this corporation shall include a President, Vice President, Secretary and Treasurer. Other officers and agents may be appointed as the Board of Directors deem necessary. All officers and agents shall be chosen in such manner, hold their offices for such time and have such powers and duties as may be prescribed by the By-Laws or determined by the Board of Directors. The names and addresses of the officers chosen for the first year and until their successors are elected and qualified are as follows:

<u>OFFICE</u>	<u>NAME AND ADDRESS</u>
President	Anthony D. Parker 1112 Westdale Dr. Jacksonville, FL 32211
Vice President	Jacquelyn Y. Parker 1112 Westdale Dr. Jacksonville, FL 32211
Secretary	Mary Edmonds 2471 Gayland Rd. Jacksonville, FL 32218
Treasurer	Jacquelin S. Jones 8706 Buzz Ct. Jacksonville, FL 32216

Corporate existence began on March 27, 1997, when the original incorporation papers were filed. The corporation's document number is N97000001710.



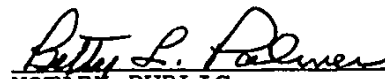
Anthony D. Parker
President

STATE OF FLORIDA
COUNTY OF DUVAL

THE FOREGOING INSTRUMENT WAS ACKNOWLEDGED BEFORE ME THIS 2nd
DAY OF July, 1997, BY Anthony D. Parker OF
NATIONAL ORDER OF JUNIOR HONOR GUARDS, INC. ON BEHALF OF
THE CORPORATION, who is personally known by me.



BETTY L. PALMER
COMMISSION # CC 478079
EXPIRES JUL 15, 1999
BONDED THRU
ATLANTIC BONDING CO., INC.


NOTARY PUBLIC
Betty L. Palmer