

N97000003952

Youman's Educational Services, Inc.

P. O. Box 680759

Orlando, FL 32868

Phone & Fax: (407) 905-5079

Secretary of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314  
Personal & Confidential ATTN: Louise Jackson

Dear Ms. Jackson:

Thank you for your assistance in providing feedback to our organization regarding articles of amendment to the Articles of Incorporation. Enclosed you will find the Articles of Amendment to Articles of Incorporation of Youman & Nelson's Educational Services, Inc., a non-profit corporation.

I have received an extension from IRS to complete the filing process and submit an updated copy of our articles. The deadline is Friday, March 22, 2002. Please call me upon receipt of this letter. I am requesting that you fax a copy of the processed letter and certificate to the number printed at the top of this page as soon as possible.

Thank you for your assistance in this matter. We look forward to hear from you soon.

Sincerely,

*Harriet F. Youman*

Harriet F. Youman  
Executive Director

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-03/21/02--01024--007  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

900005138299-3  
-03/21/02--01024--008  
\*\*\*\*\*8.75 \*\*\*\*\*8.75

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

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Amendment  $\hat{=}$  Name Change  
NFS  
3-21-2002

February 28, 2002

Katherine Harris  
Secretary of State  
Division of Corporations  
Corporate Records  
P. O. Box 6327  
Tallahassee, Florida 32314

Attention: Non Profit Corporations Department

Dear Ms. Harris:

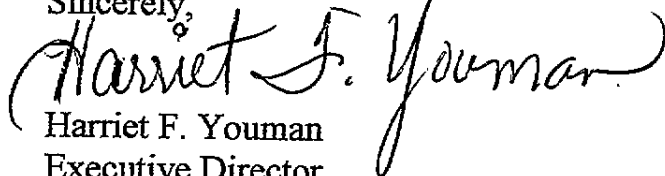
This letter is to request a waiver of the non-profit corporation reinstatement fee, \$175.00. Our grassroots organization, Youman and Nelson's Educational Services Inc. did not receive notification of administrative dissolution in time to respond. The organization moved to a new location and has notified the Division of Corporation of that change. A representative from the Division suggested that a letter requesting a waiver of the reinstatement fee be submitted to this department. Please consider and grant this request. A check for \$245.00 is enclosed for each year the corporation was dissolved.

In addition, the organization is requesting a name change, from Youman & Nelson's Educational Services, Inc. to Youman's Educational Services, Inc. (YES! Inc.). We have completed and enclosed the amendment form, a copy of the articles of incorporation, and a check for \$35.00 to process this transaction, after the corporation has been reinstated. Thank you for your attention to this matter.

Our organization has provided countless hours of volunteer services and educational support to children, youth, adults, and families in an underserved area in our community. We look forward to continuing this endeavor for many years to come.

Again, thank you for your time and consideration.

Sincerely,

  
Harriet F. Youman  
Executive Director

**ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION**  
**OF**  
**YOUUMAN & NELSON'S EDUCATIONAL SERVICES, INC.**  
**(A NON-PROFIT CORPORATION)**

The amendments were adopted by the directors on October 20, 2001. There are no members entitled to vote. The articles are amended to read as follows.

**ARTICLE I NAME**

**Section 1.1** The name of the corporation shall be Youman's Educational Services, Inc., (the "Corporation").

**ARTICLE II PRINCIPAL OFFICE**

**Section 2.1** The principal place of business and mailing address shall be:

3554 Meadow Lake Lane  
Orlando, FL 32808

P. O. Box 680759  
Orlando, FL 32868 (mailing address)

**ARTICLE III PURPOSE(S)**

**Section 3.1** The specific purposes for which the corporation is organized are exclusively for charitable, religious, educational, and scientific purposes, either directly or by contributions to organizations that qualify as exempt organizations under Section 501©(3) of the Internal Revenue Code and Regulations (or corresponding section of any future federal tax code).

**Section 3.2** The mission of the corporation is to provide education and resources to youth and families of underserved communities.

**Section 3.3** The corporation will accomplish its mission through the following activities:

- a) The presentation of educational programs;
- b) The publication and distribution of literature or educational resources including, but not limited to reading, writing, math, learning, study skills, drop-out prevention, and parent involvement
- c) The recruitment and training of community volunteers who would assist in implementing educational programs, including, but not limited to reading, writing, math, learning, study skills, drop-out prevention, and parent involvement

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**ARTICLE IV MANNER OF ELECTION OF DIRECTORS**

**Section 4.1** The manner in which the directors are elected or appointed is by majority vote of the current directors.

**ARTICLE V REGISTERED AGENT AND STREET ADDRESS**

**Section 5.1** The name and address of the registered agent are:

Name

Harriet Youman

Address

3554 Meadow Lake Lane  
Orlando, FL 32808

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate. I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Harriet F. Youman      3/4/02  
Signature/Registered Agent      Date

**ARTICLE VI DISSOLUTION:** Upon dissolution of the Corporation, the Corporation shall, after paying or making provision for the payment of the debts and obligations of the Corporation, distribute the remaining assets and property (after necessary expenses thereof) to such organizations as shall qualify as an exempt organization or organizations under section 501©(3) of the Internal Revenue Code of 1954, as named. Any such assets not disposed of shall be disposed by the Circuit Court of the county in which the principal office of the Corporation is located, exclusively for such purposes or to such organizations as said Court shall determine, which are organized for such purposes as qualify them as exempt organizations.

**ARTICLE VII NONPROFIT CAPITALIZATION:** No part of the income of the corporation shall inure to the benefit of any member, trustee, officer or director of the Corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation in connection with furtherance of its purposes and not member trustee, director or officer of the Corporation or any private person shall be entitled to share in the distribution of any of the Corporate assets on dissolution of the Corporation.

**ARTICLE VIII MEMBER LIABILITY:** The private property of this Corporation's members, directors or officers shall not be subject to the payment of Corporate debts to any extent whatsoever. No director or officer shall be liable for relying in good faith upon the books or account reports made to the Corporation by any of its officials, members or by an independent accountant selected by the Board of Directors or by any other records of the Corporation.

**ARTICLE IX ACTIVITIES PROHIBITED:** No substantial part of the activities of the Corporation shall be carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation 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 these Articles, 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 section 501(c)(3) of the Internal Revenue Code of 1954 ( or corresponding section of any future federal tax code) or (b) by a corporation, contributions to which are deductible under, section 170(c)(3) of the Internal Revenue Code of 1954 (or corresponding section of any future federal tax code).



Signature of Chairman, Vice Chairman, President, or other officer

Patricia L. Black

Typed or printed name

President

Title

3-4-02

Date