

# N97000005756

CHRISTOPHER A. DESROCHERS, ESQ.

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January 5, 1998

Florida Dept. of State  
Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314

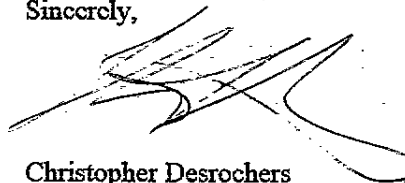
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-01/07/98-01070-017  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

**RE: POLK COMPUTER LITERACY ASSN., INC.-AMENDED ARTICLES.**

To Whom It May Concern:

Enclosed, please find an Amended Articles of Incorporation for filing, along with a check for \$35.00 payable to the Florida Dept. of State for the filing fee. Please return the filing acknowledgment to the address listed at the top of this page. As always, if you have any questions or concerns, please feel free to contact me.

Sincerely,



Christopher Desrochers

Enclosures (2)

Original signed Amended Articles of Incorporation.

Ck. #793 for \$35.00 payable to Fla. Dept. of State.

**FILED**  
98 JAN -7 AM 10:21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Amend

Dec  
1/12

AMENDED ARTICLES OF INCORPORATION  
POLK COMPUTER LITERACY ASSOCIATION, INC.  
1100 LOWRY AVE. #44  
PO BOX 3037  
LAKELAND, POLK COUNTY, FLORIDA 33809  
A FLORIDA NOT FOR PROFIT CORPORATION

FILED  
98 JAN -7 AM 10:21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Pursuant to the provisions of Section 617.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:*

Article III is hereby deleted and replaced with the following:

ARTICLE III  
Purposes

The specific purposes for which the corporation is organized are to provide free computer training and equipment to individuals, families, and others in need, and to conduct itself in any legitimate activity that is in accord with state and federal law and the nature and goals of the corporation.

The general purposes for which this corporation is formed are to operate exclusively for such religious, educational, and charitable purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986 or corresponding provisions of any subsequent federal tax laws, including, for such purposes, the making of distributions to organizations which qualify as tax-exempt organizations under that Code.

This corporation will not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene (by publication or distribution of any statements or otherwise) in any political campaign on behalf of any candidate for public office.

Notwithstanding any other provision of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

The property of this corporation is irrevocably dedicated to religious, educational, and charitable purposes, and no part of the net earnings of this corporation shall ever inure to the benefit of, or be distributable to, its directors, officers, members, or any private individuals, 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 this Article.

Article IV is deleted and replaced with the following:

#### ARTICLE IV

##### Directors and Officers

The powers of this corporation will be exercised, its property controlled, and its affairs conducted by a board of directors. The board of directors will consist of six directors. However, this number may be changed by a bylaw duly adopted pursuant to the bylaws of this corporation; provided that the minimum number of directors shall be three. The method of election of directors shall be the method as stated in the bylaws of this corporation.

The officers authorized are as follows: President, Vice President, Secretary, Treasurer, Marketing Director, and Public Relations Director. The bylaws may also authorize the election of other officers and may authorize the election of more than one vice president. The method of election of officers shall be the method as stated in the bylaws of this corporation. The board of directors may, within its discretion, leave any of the authorized offices vacant except for the office of secretary. The duties and responsibilities of each officer are contained in the bylaws of the corporation.

A new Article VII is added, the text of which is as follows:

#### ARTICLE VII

##### Corporate Powers

The corporate powers of this corporation are as provided in section 617.0302, Florida Statutes.

A new Article VIII is added, the text of which is as follows:

#### ARTICLE VIII

##### Bylaws

Within 90 days of the approval of these articles, the Board of Directors will promulgate bylaws. These bylaws may only be amended, revised, or repealed by the manner and procedure stated in the bylaws of this corporation.

A new Article IX is added, the text of which is as follows:

#### ARTICLE IX

##### Amendment of Articles

The Articles of Incorporation may only be amended by a unanimous vote of the Board of Directors.

A new Article X is added, the text of which is as follows:

ARTICLE X  
Dissolution

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 of 1986, or corresponding section of any future Federal tax code, or shall be distributed to the Federal, state, or local government for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction, in the county in which the principal office of the organization is then located, exclusively for such purposes.

The date of adoption of the amendments was

November 29, 1997.

The amendments were adopted by the members and the number of votes cast for the amendment were sufficient for approval.

POLK COMPUTER LITERACY ASSOCIATION, INC.

BY

Title:

Darrell J. Noonan  
President

Name of Officer Printed: Darrell J. Noonan

Date:

November 29, 1997