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10. DIVISION OF CORPORATIONS

FAX ## (850)922-4000

FROM: ACE INDUSTRIES, INC.

ACCT#: 070744001530

CONTACT: FAM FRIEDMAN PHONE: (305)358-2571

FAX #: (305)358-7832

NAME: CITIZENS EMPOWERMENT, INC.

DGC TYPE.....BASIC AMENDMENT

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TO: DIVISION OF CORPORATIONS

FAX #: (850) 922-4000

FROM: ACE INDUSTRIES, INC.

ACCT#: 070744001530

CONTACT: PAM FRIEDMAN PHONE: (305)358-2571

FAX #: (305)358-7832

NAME: CITIZENS EMPOWERMENT, INC.

AUDIT NUMBER.....H98000006084 DOC TYPE.....BASIC AMENDMENT

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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

March 31, 1998

CITIZENS EMPOWERMENT, INC. 710 NE 166TH STREET NORTH MIAMI BEACH, FL 33162

SUBJECT: CITIZENS EMPOWERMENT, INC.

REF: N98000000023

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

PLEASE CHOOSE ONE SELECTION UNDER THIRD: ADOPTION OF AMENDMENT (SEE CHOICES BELOW)

If there are MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) the date of adoption of the amendment by the members and (2) a statement that the number of votes cast for the amendment was sufficient for approval.

If there are NO MEMBERS OR MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6906.

Darlane Connell Corporate Specialist FAX Aud. #: H98000006084 Letter Number: 898A00017115

EHOLLY OF CORTOR AT LOND

Division of Corporations P.O. BOX 6327 - Tallahassee, Florida 32314

H98-6084

ARTICLES OF AMENDMENT

to

ARTICLES OF INCORPORATION

of



	citizens en	POWERMENT,	INC.
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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(s) adopted: (INDICATE ARTICLE NUMBER(S) BEING AMENDED, ADDED OR DELETED.)

ARTICLE 5: COMPLETELY OMITTING ORIGINAL NAMES & ADDRESSES OF DIRECTORS.

OMITTING: I. Joseph Akoni, Hakeem K. Oshikoya, Michael Onayemi, Abiodun Quadri, and Samuel Odi.

ADDING: 1. Kayode Okewusi

14855 NW 16th Drive,

Miami, FL 33167

2. Bayo Abina

1380 NW 199th St.,

Miami, FL 33169

3. Olubunmi Aina

16851 NE 23rd Ave. #104, N.M.B., FL 33160

ARTICLE 10: See next page ... (page 2).

SECOND: The date of adoption of the amendment(s) was: 3	0/98
The amendment(s) was(were) adopted by the members and amendment was sufficient for approval.	the number of votes cast for the
There are no members or members entitled to vote on the was(were) adopted by the board of directors.	amendment. The amendment(s)
CITIZENS EMPOWERMENT, INC. Corporation Name Kayode () Keurs!	
Signature of Chairman, Vice Chairman, President or other	ter officer
98-6084 KAYODE OKEWUSI Typed or printed name	***
Prepared by: ace! Industries, Inc. St Northwest 11th St.	3 30 98 Pale
Mismi, FL 33136 (305) 358-2571	•

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(continued from page 1)

ARTICLE 10: a. Said organization is organized exclusively for charitable, religious, 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.

Distribution of Net Earnings

b. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or others 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 organization shall be the carrying on of propanganda, 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. Notwithstending 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, 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.

Dissolution of the Organization

c. 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.

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