

1798000006993

TRANSMITTAL LETTER

April 9, 2001

To: Amendment Section
Division of Corporation
P.O. Box 6327
Tallahassee, FL 32314

100004011451--3
-04/16/01--01111--006
*****43.50 *****43.50

Subject: US-AFRICA-CARIBBEAN HOUSE OF COMMERCE, INC.

Dear Sir/Madam:

The enclosed are:

- 1- article of amendment
- 2-check

The check of \$ 43.50:

\$35.00	fee for article of amendment
<u>\$ 8.75</u>	fee for certify copy
\$ 43.50	

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 APR 16 PM 12:15

Please return all correspondence concerning this matter to the following:

Eddie S. Gbolumah

US-Africa-Caribbean House of Commerce, Inc.

602 Riverside Drive, Greenacres, FL 33463

For further information concerning this matter, please call:

Eddie Gbolumah : (561) 889-6499

Amend

V. SHEPARD APR 23 2001

ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION
of
US-AFRICA-CARIBBEAN HOUSE OF COMMERCE, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 APR 16 PM 12:15

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 : Amendments adopted :

Articles III

The previous article III has been deleted in its entirety and replaced with new article III: The purposes for which this Corporation is formed are exclusively charitable, educational and scientific; to raise the economic, educational and social levels of residents of the United States of America.

A. The specific and primary purposes are:

(1) To foster and promote the residents interest and concern, to expand the educational, cultural and economic opportunities; to promote business trade, lessen poverty, and establish business. To assist the economically disadvantaged residents of the United States in integrating into the mainstream business community and becoming self-sufficient through business ownership and trade. To assist financially, legally, morally, educationally and internationally.

(2) To assist residents financially and legally by providing business assistance, resources and guidance. To expand opportunities available to residents to obtain small business, provide adequate resources for start up business by educating, assisting and providing complete and extensive business guidance for residents who would not be able to find or afford financial or legal help.

(3) To conduct educational activities designed to provide training in business management, steps to self-sufficiency and networking. To assess residents with specific skills necessary for career and business direction. To encourage and voluntarily assist residents to organize, create, acquire, obtain financing to own, manage and operate business enterprises.

(4) To do any and all lawful activities which may be necessary useful or desirable for the furtherance, accomplishment, fostering, or attaining of the foregoing purposes, either directly or indirectly, and either alone or in conjunction or cooperation with others, whether such others be persons or organizations of any kind or nature, such

as corporations, firms, associations, trusts, institutions, foundations, or governmental bureaus, departments or agencies.

B. In furtherance, but not in limitation of the foregoing charitable, educational and scientific purposes, the Corporation shall have the following powers:

(1) To solicit, collect and receive money and other assets, and to administer funds and contributions received by grant, gift, deed, bequest or devise, and otherwise to acquire money, securities, property, rights and services of every kind and description, and to hold, invest, expend, contribute, use, sell or otherwise dispose of any money, securities, property, rights or services so acquired for the purposes above mentioned.

(2) To borrow money, and to make, accept, endorse, execute and issue bonds, debentures, promissory notes, and other corporate obligations for monies borrowed, or in payment for property acquired or for any of the purposes of the Corporation, and to secure payment of any such obligation by mortgage, pledge, deed, indenture agreement or other instrument of trust, or by other lien upon assignment of or agreement in regard to all or any part of the property, rights or privileges of the Corporation.

(3) To invest and reinvest its funds in such mortgages, bonds, notes, debentures, shares of preferred and common stock, and any other securities of any kind whatsoever, and property, real, personal or mixed, tangible or intangible, all as the Corporation's Board of Directors shall deem advisable and as may be permitted by law.

(4) To provide advice, support, credit, funds, capital, gifts and all other lawful forms of assistance, financial and otherwise, to or for use in business enterprises owned or destined to be owned, by said residents.

(5) To aid, support, and assist by gifts, contributions, and other lawful forms of assistance other persons or organizations where such assistance will further the primary purposes of this Corporation.

(6) To engage in any and all other activities which will directly or indirectly improve the welfare and economic conditions of the residents of the United States of America.

(7) To exercise all other rights and powers conferred upon corporations formed under the General Nonprofit Corporation Law of the State of Florida, provided, however, that the Corporation shall not engage in any activities or exercise any powers, including those specifically mentioned herein, that are not in furtherance of the specific and primary charitable, educational, scientific purposes of the Corporation.

SECOND :

Articles VII

The previous article VII has been deleted in its entirety and replaced with new article VII:

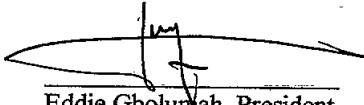
The Corporation is formed solely for charitable, educational and scientific purposes. The Corporation is not organized, nor shall it be operated for the primary purpose of generating pecuniary gain or profit, and it will not distribute any gains, profits, to any individual, except that the Corporation shall be empowered to pay reasonable compensation for services rendered and to make payment and distribution in furtherance of its specific and primary purposes. The property, assets, profits, and net income of the Corporation are irrevocably dedicated to charitable, educational and scientific purposes, and no part of the profit or net income of the Corporation shall inure to the benefit of any individual.

THIRD : The date of adoption of the amendments was : April 9, 2001.

FOURTH : Adoption of Amendments

☒ (X) There are no members or members entitled to vote on the amendments.
The amendments were adopted by the board of directors.

US-Africa-Caribbean House of Commerce, Inc.


Eddie Gbolumah, President

4-9-01
Date