

N99000000783

Central Florida EDGE-U-CATION, Inc.

4882 South Semoran Blvd., Unit 1401
Orlando, FL 32822
(407) 281-1933
Fax (407) 382-5842

August 30, 2001

Ms. Louise Flemming-Jackson
Katherine Harris, Secretary of State
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

200004568912--0
-09/05/01--01002--008
*****35.00 *****35.00

Reference: Central Florida Edge-u-cation, Inc. - N99000000783

200004568912--0
-09/05/01--01002--009
*****8.75 *****8.75

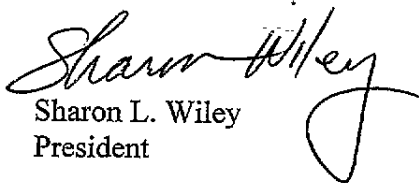
Dear Ms. Flemming-Jackson:

The enclosed Articles of Amendment to Articles of Incorporation of Central Florida EDGE-U-CATION, Inc. is intended to amend Article III of the Articles of Incorporation only. All other Articles remain unchanged.

I have enclosed check nos. 1205, \$8.75, and 1210, 35.00, for a certified copy of the Amendment and the filing of Articles of Amendment, respectively, for the Reference Corporation.

Please let me know if I need to take further action. If you have any questions or need additional information, please feel free to contact me at (407) 281-1933.

Yours truly,


Sharon L. Wiley
President

Enclosures

*Sharon Wiley authorized
to delete word "Resolution"
in the heading and to
add there are no members
and her name and title.*

*Amendment
LFS*

9-4-2001

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2001 SEP -4 PM 12:37

SHARON L. WILEY

4882 South Semoran Boulevard #1401 • Orlando, Florida, 32822 • (407) 281-1933

August 17, 2001

Attn.: Ms. Angel Granger
Katherine Harris, Secretary of State
Florida Department of State
Divisions of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Reference: Central Florida Edge-u-cation, Inc. - N99000000783

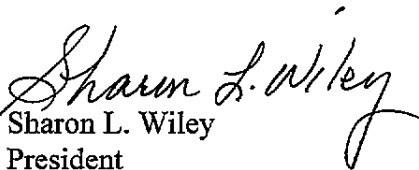
Dear Ms. Angel Granger:

The enclosed Articles of Amendment to Articles of Incorporation of Central Florida EDGE-U-CATION, Inc. is intended to amend Article III of the Articles of Incorporation only. All other Articles remain unchanged.

I have enclosed check no. 1205, \$8.75, for filing of the Amendment to the Articles of corporation of the Reference Corporation. Please let me know if I need to take further action.

If you have any questions or need additional information, please feel free to contact me at (407) 281-1933.

Yours truly,


Sharon L. Wiley
President

Enclosures



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

August 23, 2001

Sharon L. Wiley
4882 South Semoran Blvd., #1401
Orlando, FL 32822

SUBJECT: CENTRAL FLORIDA EDGE-U-CATION, INC.
Ref. Number: N99000000783

We have received your document for CENTRAL FLORIDA EDGE-U-CATION, INC. and check(s) totaling \$8.75. However, your check(s) and document are being returned for the following:

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.

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

The fee to file articles of amendment is \$35. Certified copies are optional and are \$8.75 for the first 8 pages of the document, and \$1 for each additional page, not to exceed \$52.50.

We are returning your check for \$8.75 to be replaced by one in the correct amount of \$43.75.

If you have any questions concerning this matter, please either respond in writing or call (850) 245-6910.

Louise Flemming-Jackson
Corporate Specialist Supervisor

Letter Number: 501A00048119

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

2001 SEP -4 PM 12:38

On August 12, 2001, the Board of Directors unanimously adopted the following resolution.
There are no members or members entitled to vote.

Resolved that Central Florida Edge-u-cation, Inc. amend its Articles of Incorporation as follows:

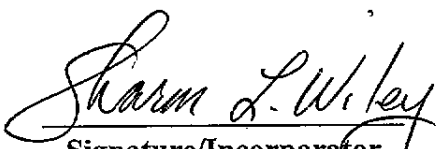
ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION
OF
Central Florida EDGE-U-CATION, Inc.


ARTICLE III. PURPOSE(S): The specific purpose/mission for which the corporation is organized is to provide supplemental enrichment educational opportunities for disadvantaged youth and adults in the inner-city communities and provide vitally needed social service information and counseling.

A. The purposes for which the Central Florida EDGE-U-CATION, Inc. is organized are exclusively religious, charitable, scientific, literary, and educational within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law.

B. 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.

C. In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations which themselves are exempt as organizations described in sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986 or corresponding sections of any prior or future Internal Revenue Code, or to the Federal, State, or local government for exclusive public purpose.


Signature/Incorporator
Sharon L. Wiley, President


Date