

N99000000998

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Ref: Document Number
N99000000998


26 February, 2002

Dear Sir,

Please acknowledge the revised Articles of Incorporation enclosed.

Gold Quest Inc. has applied for tax - exempt status with the Internal Revenue Service (IRS). The IRS has notified Gold Quest Inc. that it requires specific language be included in corporate Articles of Incorporation and that these revised Articles of Incorporation must be approved by the State of Florida prior to granting our tax - exempt status.

Please contact me by phone at (727) 319-7370, during business hours, if you require additional information. We deeply appreciate your support.


Bradford P. Prescott
President
Gold Quest Inc.

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Brad Prescott
3830 30th Ave North
St Petersburg FL 33713

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2002 MAR 19 PM 12:05

Amendment
LFS
3-19-2002

2002 MAR 19 PM 12:05


Subject: Amendment to Article III of the Articles of Incorporation of Gold Quest, Inc.

Amendment to Article III of the Articles of Incorporation of Gold Quest, Inc. was approved by the Board of Directors on 26 February, 2002. There are no members or members entitled to vote.

ARTICLE III. Purpose

The Specific purpose for which the corporation is organized is to:

- a. Raise funds to assist martial arts athletes to obtain training and competition.
- b. Gold Quest, Inc. is organized exclusively for charitable, religious, educational and scientific 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 code.
- c. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other 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 the organization shall be the carrying on of propaganda, 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.
- d. Notwithstanding 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 the federal income tax under section 501 (c) (3) of the Internal Revenue Code or 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.
- e. Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meanings of section 501 (c) (3) of the Internal Revenue Code or corresponding 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 purpose.


Bradford P. Prescott
President/ Director
Gold Quest, Inc.