

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 222-8877 • 1-800-342-8062 • Fax (850) 222-1222

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Link Rod International Foundation,
Inc.

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*****70.00 *****70.00

Amend. Deed

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA
- ___ Art of Inc. File
 - ___ LTD Partnership File *Restated*
 - ___ Foreign Corp. File
 - ___ L.C. File
 - ___ Fictitious Name File
 - ___ Trade/Service Mark
 - ___ Merger File
 - ✓ *Photo* Art. of Amend. File
 - ___ RA Resignation
 - ___ Dissolution / Withdrawal
 - ___ Annual Report / Reinstatement
 - ___ Cert. Copy
 - ✓ *Photo* Photo Copy
 - ___ Certificate of Good Standing
 - ___ Certificate of Status
 - ___ Certificate of Fictitious Name
 - ___ Corp Record Search
 - ___ Officer Search
 - ___ Fictitious Search
 - ___ Fictitious Owner Search
 - ___ Vehicle Search
 - ___ Driving Record *OK*
 - ___ UCC 1 or 3 File *11/12/99*
 - ___ UCC 11 Search
 - ___ UCC 11 Retrieval
 - ___ Courier

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

99 NOV 10 PM 12:43
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF**

LINGKOD INTERNATIONAL FOUNDATION, INC.

A Florida Not For Profit Corporation

ARTICLE I

These Amended and Restated Articles of Incorporation are signed and acknowledged by the Directors of LINGKOD INTERNATIONAL FOUNDATION, INC., a Florida not for profit corporation ("Corporation") as and for its Amendment to the Articles of Incorporation filed with the Secretary of State on October 28, 1999.

ARTICLE II: NAME AND ADDRESS

The name of this Corporation is LINGKOD INTERNATIONAL FOUNDATION, INC.. Its address is 1626 Williamsburg Square, Lakeland, Florida 33802.

ARTICLE III: PURPOSES

The general purposes for which this Corporation is organized are exclusively 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 tax code. Notwithstanding any other provision of these Articles, this Corporation shall not carry on any 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 of 1986 or the corresponding provision of any future United States tax code, or
- (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding provision of any future United States tax code.

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its directors, officers, or other private persons, 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 herein.

No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

The Corporation shall further function and operate as a Florida not for profit corporation specifically for the following purposes and with the following objectives: the support of international humanitarian endeavors.

ARTICLE IV: POWERS

The Corporation shall have the power to:

1. Have succession by its corporate name for the period set forth in its articles of incorporation.
2. Sue and be sued and appear and defend in all actions and proceedings in its corporate name to the same extent as a natural person.
3. Adopt and use a common corporate seal and alter the same; provided, however, that such seal shall contain the words "corporation not for profit."
4. Elect or appoint such officers and agents as its affairs shall require.
5. Adopt, change, amend and repeal By-Laws, not inconsistent with law or its articles of incorporation, for the administration of the affairs of the Corporation and the exercise of its corporate powers.
6. Increase, by a unanimous vote of its directors cast as the By-Laws may direct, the number of its directors or officers so that the number shall not be less than three (3) but may be any number in excess thereof.
7. Make contacts and incur liabilities, borrow money at such rates of interest as the Corporation may determine, issue its notes, bonds, and other obligations and secure any of its obligations by mortgage and pledge of all or any of its property, franchises, or income.

*Amended and Restated Articles of Incorporation of
LINGKOD INTERNATIONAL FOUNDATION, INC., A Florida Not For Profit Corporation*

8. Conduct its affairs, carry on its operations, and have offices and exercise the powers granted by this chapter in any state, territory, district, or possession of the United States or any foreign country.
9. Purchase, take, receive, lease, take by gift, devise, or bequest, or otherwise acquire, own, hold, improve, use, or otherwise deal in and with real or personal property, or any interest therein, wherever situated.
10. Acquire, enjoy, utilize and dispose of patents, copyrights, and trademarks and any licenses and other rights or interests thereunder or therein.
11. Sell, convey, mortgage, pledge, lease exchange, transfer, or otherwise dispose of all or any part of its property or assets.
12. Purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of otherwise use and deal in and with, shares and other interest in, or obligations of, other domestic or foreign corporations, whether for profit or not for profit, associations, partnerships, or individuals, or direct or indirect obligations of the United States, or of any other government, state, territory, governmental district, municipality, or of any instrumentality thereof.
13. Lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.
14. Make donations for the public welfare or for religious, charitable, scientific, education, or other similar purposes.
15. Have and exercise all powers necessary or convenient to effect any or all of the purposes for which the Corporation is organized.
16. Merge and consolidate with other corporations both for profit and not for profit, domestic and foreign, provided that the surviving corporation is a corporation not for profit.

ARTICLE V: PROHIBITIONS AND REQUIREMENTS

At any time during which the Corporation is a "private foundation" as defined in §509(a) of the Internal Revenue Code (the "Code"), it shall:

- (a) Not engage in any act of "self-dealing" as defined in Code §4941(d);
- (b) Not retain any "excess business holdings", as defined in Code §4943(c), which would give rise to any liability for tax imposed by Code §4943(c),
- (c) Not make any investment which would jeopardize the carrying out of any of its exempt purposes, within the meaning of Code §4944, so as to give rise to any liability for tax imposed by Code §4944(a);
- (d) Not make any "taxable expenditures" as defined in Code §4945(d), which would give rise to any liability for tax imposed by Code §(a);
- (e) During the period it is a "private foundation" as defined in Code §509, the Corporation shall distribute, for the purposes specified in its articles of organization for each taxable year, amounts at least sufficient to avoid liability for tax imposed by Code §4942(a).

ARTICLE VI: SCOPE OF OPERATIONS

The territory in which the operations of the Corporation are principally to be conducted is the United States of America and its possessions.

ARTICLE VII: COMPENSATION AND DISTRIBUTION OF ASSETS ON DISSOLUTION

No officer or member of the board of directors of the Corporation shall receive or be lawfully entitled to receive any pecuniary profit from the operation of the Corporation, except actual expenses to or on behalf of the Corporation, if authorized by the board of directors. Additionally, the board of directors may fix the amount of compensation to be paid to any officer or member of the board of directors.

Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Code, or the corresponding section of any further United States 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 so disposed of by a court of competent jurisdiction of

the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as such court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VIII: LOCATION AND RESIDENT AGENT

The location of the Corporation is in the City of Lakeland, County of Polk, State of Florida. Its principal office shall be located at 1626 Williamsburg Square, Lakeland, Florida 33802. The name and address of its Resident Agent in Florida is Daniel Medina, LL.M., MEDINA & MUNDY, P.A., 4921 Southfork Drive, Lakeland, Florida 33813.

ARTICLE IX: STOCKS

This Corporation is organized on a non-stock basis.

ARTICLE X: MEMBERSHIP

The organization will not have any members with the exception of the Officers and Board of Directors.

ARTICLE XI: OFFICERS

- (a) The officers of this organization shall consist of a President, Vice President, Secretary, and Treasurer, and such other officers as may be provided for in the By-Laws adopted by the Corporation and as amended from time to time.
- (b) The names of the persons who are to serve as officers of the Corporation until replaced by the Board of Directors in accordance with the By-Laws are:

President/Treasurer S. T. Patrick

Vice President/Secretary Farrys Patrick

- (c) The officers shall be elected as provided for in the By-Laws adopted by the Corporation and as amended from time to time.

ARTICLE XII: BOARD OF DIRECTORS

The business affairs of this Corporation shall be managed by the board of directors. This Corporation shall have at least three (3) directors at all times. The

*Amended and Restated Articles of Incorporation of
LINGKOD INTERNATIONAL FOUNDATION, INC., A Florida Not For Profit Corporation*

number of directors may be increased or decreased from time to time in accordance with the By-Laws.

- (a) Members of the board of directors shall be elected and hold office in accordance with the By-Laws.
- (b) The names and addresses of those who are to serve as the directors until replaced during an annual meeting of the Board of Directors, are:

S. T. Patrick	1626 Williamsburg Square, Lakeland, Florida 33802
Farrys Patrick	1626 Williamsburg Square, Lakeland, Florida 33802
Joseph Tedder, CPA,	103 South Florida Avenue, Lakeland, Florida 33801

ARTICLE XIII: AMENDMENT OF BY-LAWS

- (a) The directors of this Corporation may provide such By-Laws for the conduct of its business and carrying out of its purposes as they may deem necessary from time to time.
- (b) The By-Laws may be amended as set forth in such By-Laws.

ARTICLE XIV: AMENDMENT OF ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended in accordance with Florida law in effect at the time. The procedure to amend articles of incorporation is currently set out in Florida Statutes §617.017.

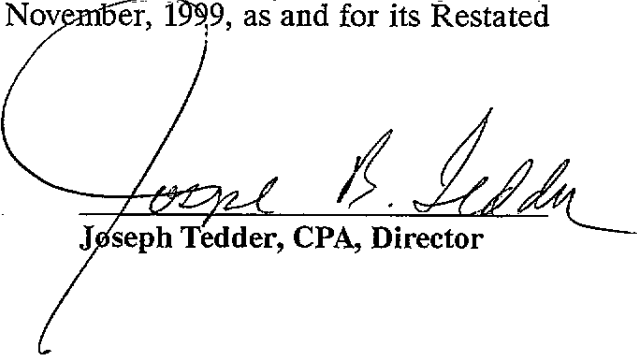
ARTICLE XV: EXISTENCE

This Corporation is to exist perpetually.

Amended and Restated Articles of Incorporation of
LINGKOD INTERNATIONAL FOUNDATION, INC., A Florida Not For Profit Corporation

IN WITNESS WHEREOF, the undersigned directors of the Corporation
have set their hand and seal this 4th day of November, 1999, as and for its Restated
Articles of Incorporation.


S. T. Patrick, Director

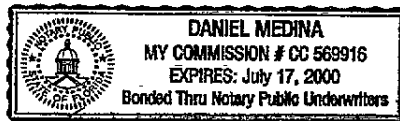

Joseph Tedder, CPA, Director



Farrys Patrick, Director

STATE OF FLORIDA
COUNTY OF POLK

The foregoing instrument was acknowledged before me this 4th day of
November, 1999, by S. T. Patrick, Member of the Board of Directors of LINGKOD
INTERNATIONAL FOUNDATION, INC.

(Affix Notary Seal)



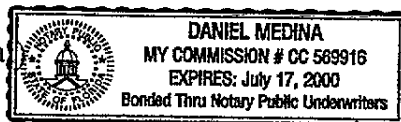

Notary Public, State of Florida


Personally Known ☒ OR Produced Identification _____
Type of Identification Produced _____

STATE OF FLORIDA
COUNTY OF POLK

The foregoing instrument was acknowledged before me this 4th day of
November, 1999, by Farrys Patrick, Member of the Board of Directors of
LINGKOD INTERNATIONAL FOUNDATION, INC.

(Affix Notary Seal)



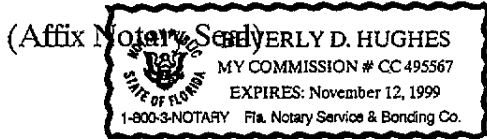

Notary Public, State of Florida

Personally Known ☒ OR Produced Identification _____
Type of Identification Produced _____

*Amended and Restated Articles of Incorporation of
LINGKOD INTERNATIONAL FOUNDATION, INC., A Florida Not For Profit Corporation*

STATE OF FLORIDA
COUNTY OF POLK

The foregoing instrument was acknowledged before me this 4th day of November, 1999, by Joseph Tedder, CPA, Member of the Board of Directors of LINGKOD INTERNATIONAL FOUNDATION, INC.



Beverly D. Hughes
Notary Public, State of Florida

Personally Known ✓ OR Produced Identification _____
Type of Identification Produced _____

*Certificate of Restatement of LINGKOD INTERNATIONAL FOUNDATION, INC.,
A Florida Not For Profit Corporation*

**CERTIFICATE OF RESTATEMENT
OF
LINGKOD INTERNATIONAL FOUNDATION, INC.**

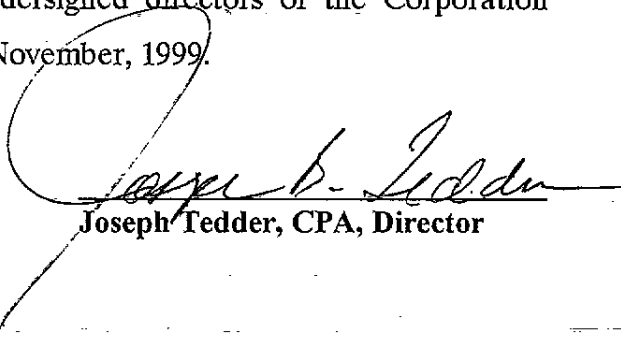
A Florida Not For Profit Corporation

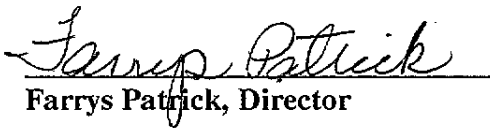
ARTICLE I

The attached Restated Articles of Incorporation of LINGKOD INTERNATIONAL FOUNDATION, INC., a Florida not for profit corporation ("Corporation") were adopted by the Board of Directors of the Corporation. The Restated Articles contain no provisions that require member approval.

IN WITNESS WHEREOF, the undersigned directors of the Corporation have set their hand and seal this 4th day of November, 1999.


S. T. Patrick, Director

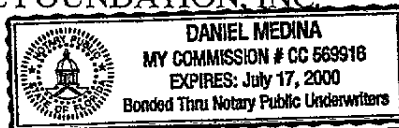

Joseph Tedder, CPA, Director

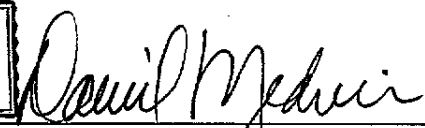

Farrys Patrick, Director

STATE OF FLORIDA
COUNTY OF POLK

The foregoing instrument was acknowledged before me this 4th day of November, 1999, by S. T. Patrick, Member of the Board of Directors of LINGKOD INTERNATIONAL FOUNDATION, INC.

(Affix Notary Seal)




Notary Public, State of Florida

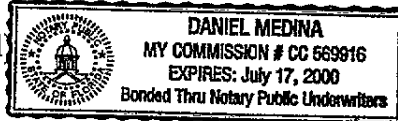
Personally Known ☒ OR Produced Identification _____
Type of Identification Produced _____

Certificate of Restatement of LINGKOD INTERNATIONAL FOUNDATION, INC.,
A Florida Not For Profit Corporation

STATE OF FLORIDA
COUNTY OF POLK

The foregoing instrument was acknowledged before me this 4th day of November, 1999, by Farrys Patrick, Member of the Board of Directors of LINGKOD INTERNATIONAL FOUNDATION, INC.

(Affix Notary Seal)



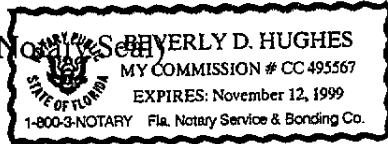
Daniel Medina
Notary Public, State of Florida

Personally Known ☒ OR Produced Identification _____
Type of Identification Produced _____

STATE OF FLORIDA
COUNTY OF POLK

The foregoing instrument was acknowledged before me this 4th day of November, 1999, by Joseph Tedder, CPA, Member of the Board of Directors of LINGKOD INTERNATIONAL FOUNDATION, INC.

(Affix Notary Seal)



Beverly D. Hughes
Notary Public, State of Florida


Personally Known ☒ OR Produced Identification _____
Type of Identification Produced _____

**CERTIFICATE CHANGING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, CHANGING AGENT UPON
WHOM PROCESS MAY BE SERVED.**

Pursuant to Florida Statutes, §617.052, the following is submitted:

That desiring to change its registered office and registered agent under the laws of the State of Florida, with its principal office, as indicated in the Restated Articles of Incorporation, at the City of Lakeland, County of Polk, State of Florida, LINGKOD INTERNATIONAL FOUNDATION, INC., a Florida not for profit corporation ("Corporation"), has changed its registered office and registered agent from Capital Connection, Inc., 417 E. Virginia Street, Suite 1, Tallahassee, FL 32301 and has named, Daniel Medina, LL.M., Medina & Mundy, P.A., 4921 Southfork Drive, Lakeland, Florida 33813, as its agent to accept service of process within this state. The change of registered office and registered agent was authorized by action of the board of directors of the Corporation and executed by the President of the Corporation.

**LINGKOD INTERNATIONAL FOUNDATION, INC., a
Florida not for profit corporation**

By: 
S.T. Patrick, its President

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity and to comply with the provision of said act relative to keeping open said office. I am familiar with and accept the obligations as provided in the Florida Statutes.


DANIEL MEDINA, LL.M.
Registered Agent