

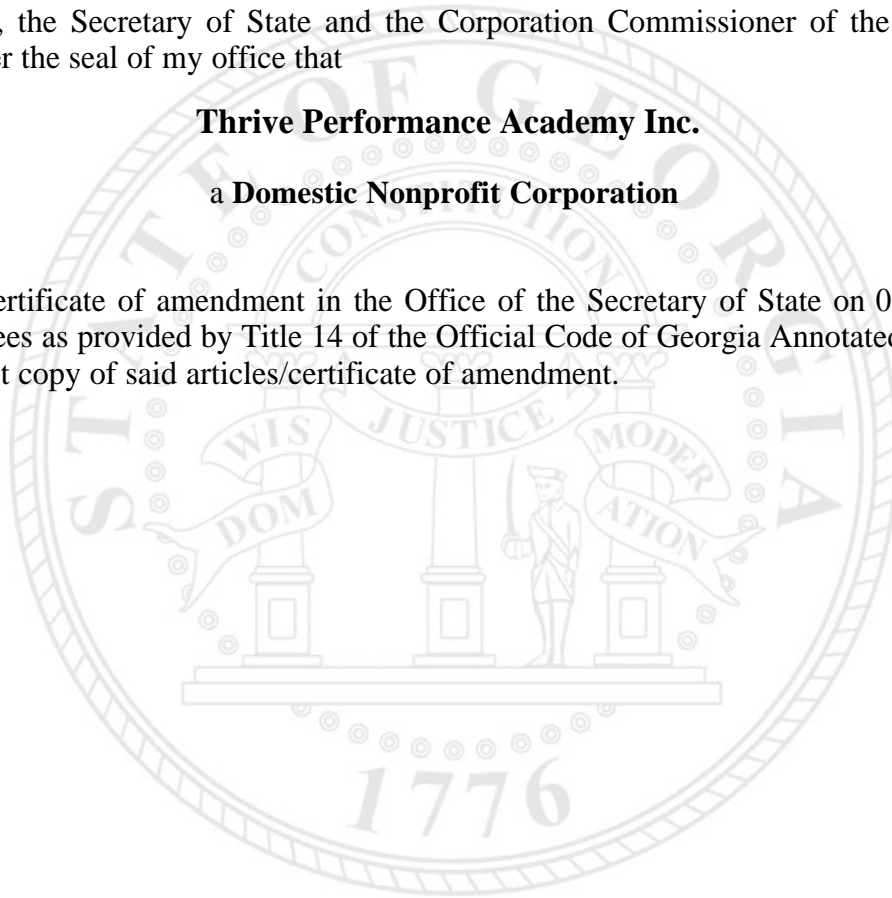
**STATE OF GEORGIA**  
**Secretary of State**  
**Corporations Division**  
**313 West Tower**  
**2 Martin Luther King, Jr. Dr.**  
**Atlanta, Georgia 30334-1530**

**CERTIFICATE OF AMENDMENT**

I, Brian P. Kemp, the Secretary of State and the Corporation Commissioner of the State of Georgia, hereby certify under the seal of my office that

**Thrive Performance Academy Inc.**  
**a Domestic Nonprofit Corporation**

has filed articles/certificate of amendment in the Office of the Secretary of State on 07/11/2016 and has paid the required fees as provided by Title 14 of the Official Code of Georgia Annotated. Attached hereto is a true and correct copy of said articles/certificate of amendment.



WITNESS my hand and official seal in the City of Atlanta  
and the State of Georgia on 07/13/2016



  
Brian P. Kemp  
Secretary of State

**ARTICLES OF AMENDMENT**  
**OF**  
**THRIVE PERFORMANCE ACADEMY INC.**

**FIRST.** The name of the corporation is Thrive Performance Academy Inc..

**SECOND.** The amendments are as follows:

This corporation is organized exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code, 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. This Corporation shall be a nonprofit corporation. The specific purposes for which this corporation is organized are: to educate low income children in the areas of academics, humanitarianism, and the arts. This school will help to nourish and grow a well rounded child. We would like to teach a curriculum that will enrich the community, raise test scores, and teach our youth to give back and help their own community.

Upon the dissolution of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue 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 shall be 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 said court shall determine, which are organized and operated exclusively for such purposes

No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the Internal Revenue Code), and this 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.

No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that this 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 in these articles.

Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal 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 section of any

future federal tax code.

All references to sections of the Internal Revenue Code shall include such sections as of the date hereof and the corresponding section of any future federal tax code.

THIRD: The amendment was adopted on 06/30/2016

FOURTH: The amendment has been adopted by sufficient vote of the board of directors. The non profit does not have members and member approval was not required.

FIFTH. The date the organization was filed is: 10/6/2015

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment on the date below

Date:

July 5, 2016

By:

Tasha Paige  
Tasha Paige, President

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