

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

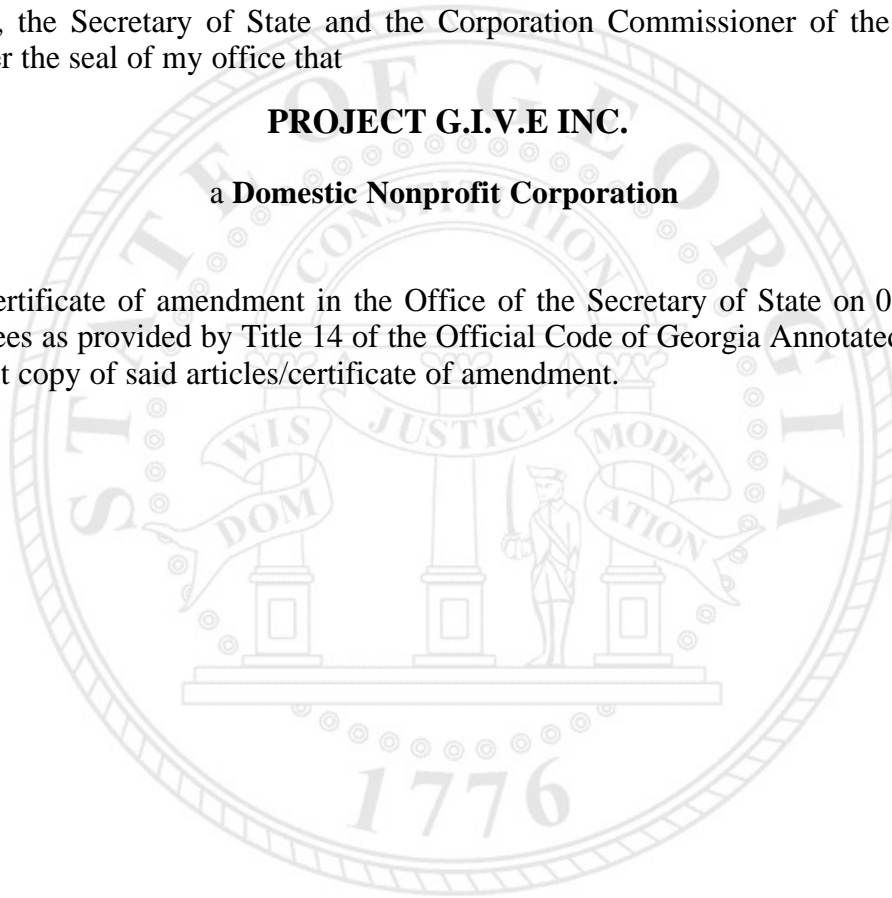
CERTIFICATE OF AMENDMENT

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

PROJECT G.I.V.E INC.

a Domestic Nonprofit Corporation

has filed articles/certificate of amendment in the Office of the Secretary of State on 06/05/2017 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 06/12/2017



Brian P. Kemp
Secretary of State

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14-3-1005 Articles of Amendment

The name of the corporation is Project G.I.V.E, Inc.

The Following amendments have been adopted and should be added to the "Provisions" section of our "Articles of Incorporation":

Third: Said corporation 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 the corresponding section of any future federal tax code. Adopted by Board of Directors 05/26/2017.

Sixth: 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 Internal Revenue Code, or the corresponding section of any 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 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. In witness whereof, we have here unto subscribed our names this day of May 26, 2017. Adopted by Board of Directors 05/26/2017.

The amendment was duly approved by the Board of Directors in accordance with the provisions of code Section 14-3-1003 on 05/26/2017 without member approval.

LaKeasha Smith-Ibhafidon, Incorporator

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