

STATE OF GEORGIA

Secretary of State

Corporations Division

315 West Tower

#2 Martin Luther King, Jr. Dr.

Atlanta, Georgia 30334-1530

CERTIFICATE OF AMENDMENT

I, **Karen C Handel**, the Secretary of State and the Corporations Commissioner of the State of Georgia, hereby certify under the seal of my office that

DALTON STATE COLLEGE FOUNDATION, INC.

a Domestic Non-Profit Corporation

has filed articles/certificate of amendment in the Office of the Secretary of State on **10/17/2008** 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 October 17, 2008



A handwritten signature in cursive script that reads "Karen C Handel".

Karen C Handel
Secretary of State

**ARTICLES OF AMENDMENT
OF
DALTON STATE COLLEGE FOUNDATION, INC.**

DALTON STATE COLLEGE FOUNDATION, INC., (the "Company", a Georgia non-profit corporation formed pursuant to those certain Articles of Incorporation on May 22, 1967 (the "Articles") filed with the Office of the Secretary of State of Georgia on May 23, 1967, does hereby amended the Articles, as follows:

-1-

Being that the original Articles had a thirty-five (35) year duration, these Amended Articles shall apply. Perpetual duration, per O.C.G.A. Section 14-2-1408(e). This Amendment is made within ten (10) years of the original expiration date, i.e. May 23, 2002, thus the corporate existence shall be deemed to have continued without interruption from the former expiration date.


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This Amendment was adopted and duly approved by the Shareholders in accordance with the provisions of O.C.G.A. Section 14-2-1003.


-3-

Notice shall be published in the Daily Citizen News for four (4) times as provided by law.

IN WITNESS WHEREOF, the undersigned officer has executed these Articles of Amendment on June 6, 2008.


G. ROBERT BUCHANAN, CHAIRMAN OF
DALTON STATE COLLEGE FOUNDATION,
INC.

ATTEST BY:


REBECCA DEMPSEY, SECRETARY OF
DALTON STATE COLLEGE FOUNDATION,
INC.

2008 OCT 17 AM 11:52
SECRETARY OF STATE
CORPORATIONS DIVISION

State of Georgia
Amend/Restate 1 Page(s)



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