

Internal Revenue Service
District Director

Department of the Treasury

Date: NOV 12 1976

Our Letter Dated:
December 12, 1974
Person to Contact:
Geraldine Carroll
Contact Telephone Number:
(404) 526-4516

▷ Clayton Junior College Foundation,
Inc.
P. O. Box 285
Morrow, Georgia 30260

Gentlemen:

This modifies our letter of the above date in which we stated that you would be treated as an organization which is not a private foundation until the expiration of your advance ruling period.

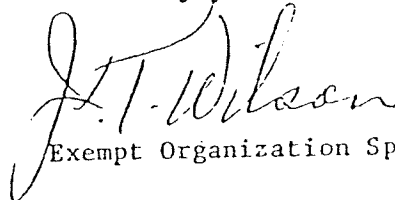
Based on the information you submitted, we have determined that you are not a private foundation within the meaning of section 509(a) of the Internal Revenue Code, because you are an organization of the type described in section 170(b)(1)(A)(vi). Your exempt status under section 501(c)(3) of the code is still in effect.

Grantors and contributors may rely on this determination until the Internal Revenue Service publishes notice to the contrary. However, a grantor or a contributor may not rely on this determination if he or she was in part responsible for, or was aware of, the act or failure to act that resulted in your loss of section 509(a)(1) status, or acquired knowledge that the Internal Revenue Service had given notice that you would be removed from classification as a section 509(a)(1) organization.

Because this letter could help resolve any questions about your private foundation status, please keep it in your permanent records.

If you have any questions, please contact the person whose name and telephone number are shown above.

Sincerely yours,



Exempt Organization Specialist

Secretary of State
Corporations Division
315 West Tower
#2 Martin Luther King, Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : 052800816
CONTROL NUMBER : H407341
EFFECTIVE DATE : 09/29/2005
REFERENCE : 0093
PRINT DATE : 10/07/2005
FORM NUMBER : 611

OLIVER & WINKLE, P.C.
MICHELLE YOUNGBLOOD TERRY
146 NORTH MCDONOUGH ST. POB 37
JONESBORO, GA 30237

CERTIFICATE OF NAME CHANGE AMENDMENT

I, Cathy Cox, the Secretary of State and the Corporations Commissioner of the State of Georgia, do hereby certify under the seal of my office that

**THE CLAYTON COLLEGE & STATE UNIVERSITY FOUNDATION, INC.
A DOMESTIC NONPROFIT CORPORATION**

has filed articles of amendment in the Office of the Secretary of State changing its name to

CLAYTON STATE UNIVERSITY FOUNDATION, INC.

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 of amendment.

WITNESS my hand and official seal in the City of Atlanta and the State of Georgia on the date set forth above.



A handwritten signature in cursive script, appearing to read "Cathy Cox".

Cathy Cox
Secretary of State

**ARTICLES OF AMENDMENT
TO
THE ARTICLES OF INCORPORATION
OF
CLAYTON COLLEGE & STATE UNIVERSITY FOUNDATION, INC.**

The undersigned officers of the Corporation, acting pursuant to the authority of the Corporation by duly held and constituted meeting of the Board of Trustees of the Corporation, subsequently ratified and approved expressly by all Trustees of the Corporation, do hereby adopt the following Articles of Amendment to the Articles of Incorporation for such Corporation.

1.

The present name of the Corporation is Clayton College & State University Foundation, Inc.

2.

The amendment to the Articles of Incorporation of the Corporation which was adopted is as follows:

RESOLVED: That the officers of the Corporation be, and they are hereby authorized and directed to take all necessary action to amend the Articles of Incorporation of the Corporation to change the name of the Corporation to Clayton State University Foundation, Inc., including publication of a notice of corporate name change in the legal organ of Clayton County once a week for two (2) consecutive weeks.

3.

The date of the adoption of the amendment by the Board of Trustees was September 19, 2005. The meeting was called by writing notice more than fifteen (15) days prior thereto, and

SECRETARY OF STATE
Corporations Division
Suite 315, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : 972750579
CONTROL NUMBER: 7407341
EFFECTIVE DATE: 10/01/1997
REFERENCE : 0048
PRINT DATE : 10/02/1997
FORM NUMBER : 611

CLAYTON COLLEGE & STATE UNIVERSITY
JERRY H. ATKINS
P.O. BOX 243
MORROW GA 30260

CERTIFICATE OF NAME CHANGE AMENDMENT

I, Lewis A. Massey, the Secretary of State and the Corporation Commissioner of the State of Georgia, do hereby certify under the seal of my office that

**THE CLAYTON STATE COLLEGE FOUNDATION, INC.
A DOMESTIC NONPROFIT CORPORATION**

has filed articles of amendment in the office of the Secretary of State changing its name to

THE CLAYTON COLLEGE & STATE UNIVERSITY FOUNDATION, INC.

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 of amendment.

WITNESS my hand and official seal in the City of Atlanta and the State of Georgia on the date set forth above.

Lewis A. Massey
LEWIS A. MASSEY
SECRETARY OF STATE



AMENDMENT
to the
ARTICLES OF INCORPORATION
of
THE CLAYTON STATE COLLEGE FOUNDATION, INC.
incorporated in 1974 as
THE CLAYTON JUNIOR COLLEGE FOUNDATION, INC.

The undersigned officers of the Corporation, acting pursuant to the authority of the Corporation at a duly held and constituted meeting of the Board of Trustees of the Corporation, subsequently ratified and approved expressly by all Trustees of the Corporation, do hereby adopt the following Articles of Amendment to the Articles of Incorporation for such Corporation.

1.

The present name of the Corporation is THE CLAYTON STATE COLLEGE FOUNDATION, INC., chartered in 1974 as The Clayton Junior College Foundation, Inc.

2.

The amendment to the Articles of Incorporation of the Corporation as adopted follows:

RESOLVED: The undersigned officers of the Corporation are hereby authorized and directed to take all necessary action to amend the Articles of Incorporation of the Corporation to change the name of the Corporation from:

THE CLAYTON STATE COLLEGE FOUNDATION, INC.

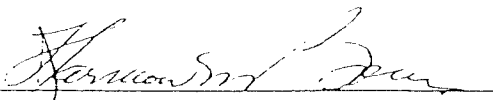
to:

THE CLAYTON COLLEGE & STATE UNIVERSITY FOUNDATION, INC.

3.

The date of the adoption of the amendment by the Board of Trustees was the 9th day of December, 1996. On the date of adoption of the amendment, the Corporation had 30 Trustees. The amendment was adopted by the required number of Trustees present and voting upon the amendment.

THE CLAYTON STATE COLLEGE FOUNDATION, INC.

By: 
Harmon M. Born, Chairman

(CORPORATE SEAL)

Attest: 