

Entered in POG

INTERNAL REVENUE SERVICE
P. O. BOX 2508
CINCINNATI, OH 45201

Date: JUL 18 2001

THE AMERICAN-ALTERNATIVE
FOUNDATION, INC.
1299 PENNSYLVANIA AVENUE, NW
SUITE 800-W
WASHINGTON, DC 20004-2424

DEPARTMENT OF THE TREASURY

Employer Identification Number:

23-7002632

DNL:

201076009

Person to Contact:

CLAIR SZYMONIAK ID#75515

Contact Telephone Number:

(877) 829-5500

Date of Exemption:

January 23, 1969

Internal Revenue Code:

Section 501(c)(3)

Dear Applicant:

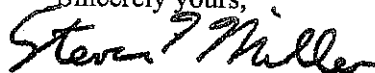
Thank you for submitting the information shown on the enclosure. We have made it part of your file.

The changes indicated do not adversely affect your exempt status and the exemption letter issued to you continues in effect.

Please let us know about any future changes in the character, purpose, method of operation, name or address of your organization. This is a requirement for retaining your exempt status.

Thank you for your cooperation.

Sincerely yours,



Steven T. Miller
Director, Exempt Organizations

THE AMERICAN ALTERNATIVE FOUNDATION, INC.

We have received your amended Articles of Incorporation changing the name from the AMERICAN SPECTATOR EDUCATIONAL FOUNDATION, INC. to THE AMERICAN ALTERNATIVE FOUNDATION, INC.

Your scholarship procedure in providing grants to college/university journalists students are approved and does not affect your exempt status under Section 501(c)(3) of the Code.

APPROVED
AND
FILED
IND. SECRETARY OF STATE

ARTICLES OF AMENDMENT
OF THE
ARTICLES OF INCORPORATION
OF
THE AMERICAN SPECTATOR
EDUCATIONAL FOUNDATION, INC.

RECEIVED
RECORDS DIV.
OCT 10 11:01
SUE ANNE GILROY

The undersigned officer of The American Spectator Educational Foundation, Inc. ("Corporation"), existing pursuant to the provisions of the Indiana Not For Profit Corporation Act as amended ("the Act"), desiring to give notice of the following amendments to the Foundation's Articles of Incorporation to the Secretary of State, hereby certifies as follows:

First Amendment, to Article I: To change the name of the Corporation.

The exact text of Article I, as amended, is:

"The name of the Corporation shall be The American Alternative Foundation, Inc."

Second Amendment, to Article II: To expand corporate purposes.

The exact text of Article II, as amended is:

"The exclusive purpose for which the Corporation is formed is to educate the general public or portions thereof through the expression of ideas, information, policies, and theories concerning economic, political, and social subjects by any and all means, in any and all media, and in any and all manner whatsoever. To fulfill these purposes the Corporation shall have all the general powers and rights now and hereafter conferred upon it by the Act or any amendments thereto.

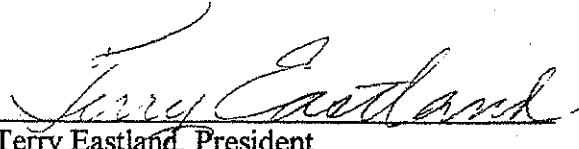
In furtherance of the above purposes, the Corporation shall provide scholarships to college and university journalism students and first-year grants to entry-level journalists who espouse traditional American values and provide a gathering place to journalists whose work is guided by these values."

The foregoing two amendments, the exact text of which is set forth above, were adopted by the unanimous vote of all directors of the Corporation at the special meeting of the board of directors held on August 30, 2000. The by-laws of the Corporation provide that approval by members is not required. However, the foregoing two amendments additionally were approved by the unanimous vote of all members of the Corporation at the special meeting of the members held on August 30, 2000.

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All requirements of the by-laws of the Corporation and the articles of incorporation of the Corporation which govern amendment of the articles of incorporation have been complied with in full.

So certified, this the 27 day of September, 2000, by the undersigned officer:


Terry Eastland, President

Date of Incorporation 7-3-68