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N00000001554

THE DEPARTMENT OF STATE
Attention: Secretary of State
P.O. BOX 6327
Tallahassee, Florida 32314

Re: **The Champ Foundation, Inc.**

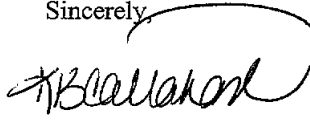
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*****35.00 *****35.00

To Whom It May Concern:

Enclosed, please find a **SECOND ARTICLE OF AMENDMENT** for the above- referenced Incorporation along with **our firm check in the amount of \$35.00** to cover the requested filing fee.

If you should need any additional documentation please contact the undersigned. Thank you for your anticipated cooperation in the above-referenced matter.

Sincerely,



Kimberly Branam-Callahan
Legal Assistant

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 JUN 13 AM 11:55

Enclosure(s)

Amend

V. SHEPARD JUN 25 2001

010607champsecstate

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 JUN 13 AM 11:55

SECOND ARTICLE OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

THE CHAMP FOUNDATION, INC.

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following second articles of amendment to the articles of incorporation filed on ~~June~~^{January} 14, 2000, and Articles of Amendment filed with the Florida Department of State on August 31, 2000.

FIRST: The following language is hereby added to Article IV of the Articles of Incorporation as amended by Articles of Amendment dated August 29, 2001, and filed with the Florida Department, on August 31, 2001.

This corporation is organized exclusively for charitable purposes within the meaning of section 501(c)(3) of the Internal Revenue Code.

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 of 1986 (or the corresponding provision of any future United States Internal Revenue law) or (b) by a corporation contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1986 (or corresponding provision of any corresponding provision of any future United States Internal Revenue Law).

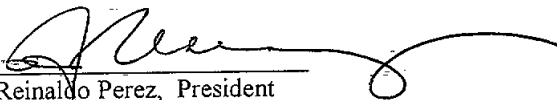
Upon the dissolution of this corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code (or corresponding section of any future federal tax code, or shall be distributed the Federal government, or to a state or local government for public purpose. Any such assets not so disposed of shall be disposed by the Court of Common Pleas 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.

SECOND: The date of adoption of the amendment was May 6, 2001.

THIRD: There are no members or members entitled to vote on the amendment. The amendment was adopted by the board of directors.

Dated: May 7, 2001

The Champ Foundation


Reinaldo Perez, President