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DIVISION OF CORPORATIONS

BASIC AMENDMENT**PARTNERSHIP FOR THE FINANCIAL EDUCATION, INC.**

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

March 22, 2005

PARTNERSHIP FOR THE FINANCIAL EDUCATION, INC.
1645 PALM BEACH LAKES BLVD., SUITE 1200
WEST PALM BEACH, FL 33401

SUBJECT: PARTNERSHIP FOR THE FINANCIAL EDUCATION, INC.
REF: N04000002201

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

If there are MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) the date of adoption of the amendment by the members and (2) a statement that the number of votes cast for the amendment was sufficient for approval.

If there are NO MEMBERS OR MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

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Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

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**ARTICLES OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF
PARTNERSHIP FOR THE FINANCIAL EDUCATION, INC.
(a non profit Florida corporation)**

Pursuant to the provisions of Chapter 617, Florida Statutes, Partnership for the Financial Education, Inc., a Florida non profit corporation, hereby amends its Articles of Incorporation, as follows:

Article IV is hereby amended to read:

ARTICLE IV
General Purpose

This corporation is formed exclusively for such assistance purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent federal tax laws, including, for such purposes, the making of distributions to organizations which qualify as tax-exempt organizations under that Code.

Within the scope of the foregoing, the corporation is specifically organized: To set up an endowment fund for Administration to assist in funding scholarships and budgetary needs relating to the Academy of Finance of the William T. Dwyer Community High School not provided for by the Palm Beach County School District.

This corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene (by publication or distribution of any statements or otherwise) in any political campaign on behalf of any candidate for public office.

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Article V is hereby amended to read:

ARTICLE V
Activities Not Permitted

Notwithstanding any other provisions of these Articles, this corporation will not carry on any other activities not permitted to be carried on by (a) a corporation exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United States internal revenue law or (b) a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1986, as amended, or any other corresponding provision of any future United States internal revenue law.

Article VI is hereby amended to read:

ARTICLE VI
Dedication and Distribution of Assets

No part of the net earnings of the corporation shall inure to the benefit of any Member, Director, or Officer of the corporation or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes) and no Member, Director, or Officer of the corporation or any private individual shall be entitled to share in the distribution of any of the corporate assets upon dissolution of the corporation.

Upon the dissolution of the corporation or the winding up of its affairs, the assets of the corporation shall be distributed exclusively to charitable, religious, scientific or educational organizations which would then qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code and its regulations as they now exist or as they may hereafter be amended.

The members entitled to vote on the amendment adopted this Amendment on March 18, 2005 and the number of votes cast for the amendment were sufficient for approval.

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IN WITNESS WHEREOF, the Director of this Corporation, has executed these Articles of
Amendment this 21st day of March, 2005.


Domenick R. Lioce, Director