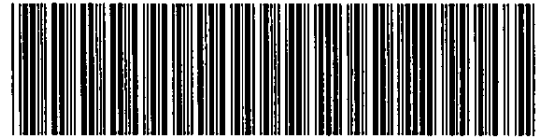


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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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FEB 14 2017

R. WHITE

17 FEB 13 PM 1:20

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: South Florida Film Education Foundation, Inc.

DOCUMENT NUMBER: N14000011060

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Dr. Ruth Reitan

(Name of Contact Person)

(Firm/ Company)

829 Obispo Ave.

(Address)

Coral Gables, FL 33134

(City/ State and Zip Code)

r.reitan@miami.edu

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Ruth Reitan

786

340-8669

at

(Name of Contact Person)

(Area Code)

(Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

- \$35 Filing Fee
- \$43.75 Filing Fee & Certificate of Status
- \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed)
- \$52.50 Filing Fee Certificate of Status Certified Copy (Additional Copy is Enclosed)

Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Articles of Amendment
to
Articles of Incorporation
of

South Florida Film Education Foundation, Inc.

17 FEB 13 PM 1:19

(Name of Corporation as currently filed with the Florida Dept. of State)

N14000011060

(Document Number of Corporation (if known))

Pursuant to the provisions of section 617.1006, Florida Statutes, this *Florida Not For Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

Black Sun Film Noir Foundation, Inc.

The new name must be distinguishable and contain the word "corporation" or "incorporated" or the abbreviation "Corp." or "Inc." "Company" or "Co." may not be used in the name.

B. Enter new principal office address, if applicable:

(Principal office address **MUST BE A STREET ADDRESS**)

829 Obispo Ave.

Coral Gables, FL 33134

C. Enter new mailing address, if applicable:

(Mailing address **MAY BE A POST OFFICE BOX**)

829 Obispo Ave.

Coral Gables, FL 33134

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent:

Dr. Ruth Reitan

829 Obispo Ave.

(Florida street address)

New Registered Office Address:

Coral Gables

(City)

Florida 33134

(Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.


Signature of New Registered Agent, if changing

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

Please note the officer/director title by the first letter of the office title:

P = President; V = Vice President; T = Treasurer; S = Secretary; D = Director; TR = Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change. Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example:

<input checked="" type="checkbox"/> Change	<u>PT</u>	<u>John Doe</u>
<input checked="" type="checkbox"/> Remove	<u>V</u>	<u>Mike Jones</u>
<input checked="" type="checkbox"/> Add	<u>SV</u>	<u>Sally Smith</u>

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <input type="checkbox"/> Change	<u>D</u>	<u>Richard Humphrey Bogart</u>	<u>185 SW 7th St., Apt. 2320</u>
<input checked="" type="checkbox"/> Add			<u>Miami, FL 33130</u>
<input type="checkbox"/> Remove			
2) <input type="checkbox"/> Change			
<input type="checkbox"/> Add			
<input type="checkbox"/> Remove			
3) <input type="checkbox"/> Change			
<input type="checkbox"/> Add			
<input type="checkbox"/> Remove			
4) <input type="checkbox"/> Change			
<input type="checkbox"/> Add			
<input type="checkbox"/> Remove			
5) <input type="checkbox"/> Change			
<input type="checkbox"/> Add			
<input type="checkbox"/> Remove			
6) <input type="checkbox"/> Change			
<input type="checkbox"/> Add			
<input type="checkbox"/> Remove			

The date of each amendment(s) adoption: 2/3/17 (Feb. 3rd, 2017), if other than the date this document was signed.

Effective date if applicable: Immediately
(no more than 90 days after amendment file date)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

Adoption of Amendment(s) (CHECK ONE)

- The amendment(s) was/were adopted by the members and the number of votes cast for the amendment(s) was/were sufficient for approval.
- There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated 1/24/17

Signature Ruth Reitan

(By the chairman or vice chairman of the board, president or other officer-if directors have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Ruth Reitan
(Typed or printed name of person signing)

President
(Title of person signing)

ACTION OF THE BOARD OF DIRECTORS OF THE SOUTH FLORIDA FILM EDUCATION FOUNDATION, INC. BY WRITTEN CONSENT

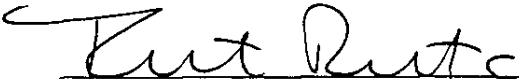
Document Number N 140 00 01 1060
FEI/EIN Number 47-2471012

We, the undersigned directors of the South Florida Film Education Foundation, Inc., do hereby consent and agree to the following actions:


1. The company name shall be changed from South Florida Film Education Foundation, Inc., to Black Sun Film Noir Foundation, Inc.
2. The directors consent to the appointment of the following director: Richard Humphrey Bogart, 185 SW 7th St. Apt. 2320, Miami, FL 33130
3. The registered agent and office shall be changed from Russell A. Yagel, 90130 Old Highway, Tavernier, FL 33070 to Ruth Reitan, 829 Obispo Ave., Coral Gables, FL 33134.

The foregoing was properly adopted by the Directors on this 3rd day of February 2017.

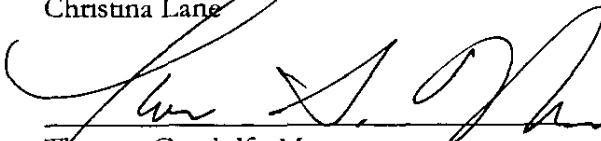
Black Sun Film Noir Foundation, Inc.



Ruth Reitan



Christina Lane



Thomas Gandolfo Musca



Richard Humphrey Bogart