

N 98000004248

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DIVISION OF CORPORATIONS

BASIC AMENDMENT

MATRIMONIOS EN VICTORIA, INC.

Certificate of Status	0
Certified Copy	1
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Amendment  
1/4/00



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

December 30, 1999

MATRIMONIOS EN VICTORIA, INC.  
439 CALIGULA AVE  
CORAL GABLES, FL 33146

SUBJECT: MATRIMONIOS EN VICTORIA, INC.  
REF: N9800004248

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 NO 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.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6880.

Karen Gibson  
Corporate Specialist

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION  
OF  
MATRIMONIOS EN VICTORIA, INC.  
(MATRIMONIES IN VICTORY, INC.)

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The undersigned, being the President of MATRIMONIOS EN VICTORIA, INC. Florida corporation (the "Corporation"), hereby confirms that the Board of Directors of Corporation have met on December 28, 1999, and voted to amend the Articles of Incorporation of the Corporation as provided below. No members of the Corporation are entitled to vote on amendments to the Articles of Incorporation.

1. The Articles of Incorporation of the Corporation are amended by adding the following Articles IX, X and XI:

ARTICLE IX

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, directors, officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of Section 501(c)(3) purposes. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition of any candidate for public office.

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 (or corresponding section of any future federal tax code), or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code (or corresponding section of any future Federal tax code.)

ARTICLE X

Upon dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, i.e., charitable, educational, religious or scientific, or corresponding section of any future federal tax code, or shall be distributed to the Federal government, or to a state or local government for a public purpose.

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**ARTICLE XI**

The Corporation is organized exclusively for charitable, educational, religious or scientific purposes, within the meaning of section 501(c)(3) of the Internal Revenue Code (or corresponding section of any future Federal tax code.)

2. This amendment to the Articles of Incorporation of the Corporation was approved by unanimous written consent of the directors on December 28, 1999.

3. These Articles of Amendment are effective upon filing.

The undersigned has executed this Articles of Amendment this 28 day of December, 1999.

  
\_\_\_\_\_  
John H. B. Harriman, President

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