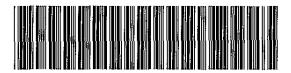
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Amend 1/16/03

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Of Counsel: W. Robert Sherry

January 13, 2003

Amendment Section Division of Corporations Department of State 409 E. Gaines Street P. O. Box 6327 Tallahassee, FL 32399

Re:

Thelma Lewis - please return

in Fed Ex envelope

Tropical Park Civic Organization, Inc.

Ladies and Gentlemen:

Enclosed are the original and one copy of Articles of Amendment for Tropical Park Civic Organization, Inc., together with our check in the amount of \$43.75 to cover the following:

Articles of Amendment to Articles of Incorporation of

Filing Fee \$35.00 Certified Copy of Amendment 8,75

Total \$43.75

We have enclosed a copy of the written action of the corporation authorizing this Amendment. Please send the certified copy of the amendment to the undersigned.

Very truly yours,

Richard S. Amari, Esq.

Enclosures

cc: Michael McDonald

03 JAN 16 PM 1:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT TO TO ARTICLES OF INCORPORATION OF TROPICAL PARK CIVIC ORGANIZATION, INC. (Document Number 712893)

1. Pursuant to Section 617, 1006, Florida Statutes, the Articles of Incorporation of Tropical Park Civic Organization, Inc. are amended by adding a new Article XII to read as follows:

"ARTICLE XII

Notwithstanding any provisions of these Articles of Incorporation to the contrary, the following provisions shall apply to this corporation:

- The organization is organized exclusively for charitable, religious, educational, and/or scientific purposes under section 501(c)(3) of the Internal Revenue Code;
- 2. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to, its members, trustees, officers or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of

statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization 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 an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code; and

- 3. Upon the dissolution of the organization, 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 to the federal government, for a public purpose."
- 2. The foregoing amendment was adopted on January 7, 2003 by the members and the number of votes cast for the amendment was sufficient for approval.

IN WITNESS WHEREOF, the undersigned president and secretary of this corporation have executed these Articles of Amendment on this ______ day of January, 2003.

TROPICAL PARK CIVIC ORGANIZATION, INC., a Florida not-for-profit corporation

RY.

Michael McDonald, President

BY:

Linda McDonald, Secretary

STATE OF FLORIDA COUNTY OF BREVARD

The foregoing instrument was acknowledged before me this January ______, 2003, by MICHAEL MCDONALD AND LINDA MCDONALD, President and Secretary of Tropical Park Civic Organization, Inc., who are personally known to me or who produced sufficient identification. Type of Identification Produced:______

Notary Public - State of Florida My Commission Expires:

BONDED LINKO LYDIN INGONYNCE INC

OCCOPAL & 7004

Fessje W. Intret

Fessje W. Intret

WRITTEN ACTION OF MEMBERS OF BOARD OF DIRECTORS OF TROPICAL PARKS CIVIC ORGANIZATION, INC.

The undersigned, being all the members of the board of directors of the above-referenced corporation, hereby take the following written action in lieu of holding a meeting regarding same.

WHEREAS, the members of the board of directors of the corporation believe it to be in the best interest of the corporation to amend the corporation's Articles of Incorporation in the form attached to this written action as Exhibit "A".

NOW THEREFORE, IT IS HEREBY RESOLVED THAT the members of the board of directors hereby approve the amendment attached as Exhibit A and these Articles of Amendment shall be forwarded to the members of the corporation to be adopted at a special meeting called for that purpose. The officers of the corporation are hereby authorized, empowered and directed to take any and all actions that are or may become necessary to implement and effectuate said amendment.

Michael McDonald, Director/Shareholder

Daphné Payne, Directof/Shareholder

Isaac Houston, Director/Shareholder