

Division of Corporations

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BASIC AMENDMENT

FLORIDA HILLEL FOUNDATIONS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
FLORIDA HILLEL FOUNDATIONS, INC.**

(Pursuant to Section 617.1006 of the Florida Not For Profit Corporation Act)

The undersigned does hereby certify, pursuant to Section 617.1002(1) of the Florida Not For Profit Corporation Act (the "Act"), that:

1. The name of this Corporation is Florida Hillel Foundations, Inc. (the "Corporation").
2. The Corporation's Articles of Incorporation are hereby amended by deleting the text of Article 10 in its entirety and inserting the following in its place:

10. **DISSOLUTION**

Upon the dissolution or winding up of this Corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the Corporation, shall be distributed to a not-for-profit fund, foundation, or corporation which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent federal tax laws, as determined by the Board of Directors.

3. The Corporation's Articles of Incorporation are hereby further amended by adding Articles 12 reading as follows:


12. **LIMITATIONS**

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its directors, officers, members 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 any of its purposes. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting, to influence legislation (except as otherwise provided in subsection (h) of Section 501 of the Internal Revenue Code of 1986, as amended), and the Corporation shall not participate or intervene in (including the

publishing or distributing of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any 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, as amended (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(e)(2) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States Internal Revenue Law).

4. Except as hereby amended, the Articles of Incorporation of the Corporation shall remain in full force and effect.
5. The Corporation has no members; therefore, these Articles of Amendment were adopted by the Board of Directors of the Corporation as of the 6th day of May, 2003, in accordance with Sections 617.1002(1)(b) and 617.1006(4) of the Act.

IN WITNESS WHEREOF, the undersigned officer of the Corporation has executed these Articles of Amendment to the Articles of Incorporation of Florida Hillel Foundations, Inc., this 6th day of May, 2003.

By: 
Name: Howard S. Goldman
Title: Vice President