

759606

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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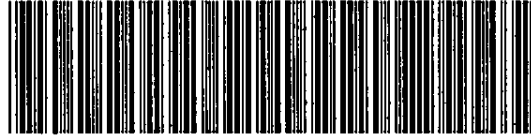
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DIVISION OF CORPORATIONS
16 MAR 28 PM 1:47

APR 4 2016

C LEWIS

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Martin Z. Margulies Foundation, Inc.

DOCUMENT NUMBER: 759606

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

Please return all correspondence concerning this matter to the following:

Marvin I. Wiener, Esq.

(Name of Contact Person)

Marvin I. Wiener, P.A.

(Firm/ Company)

2121 Ponce De Leon Blvd., Suite 900

(Address)

Coral Gables, Florida 33134

(City/ State and Zip Code)

marvin@miwpa.com

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

For further information concerning this matter, please call:

Marvin I. Wiener

305

445-8888

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:

- | | | | |
|--|---|---|--|
| <input type="checkbox"/> \$35 Filing Fee | <input checked="" type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | <input type="checkbox"/> \$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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

Martin Z. Margulies Foundation, Inc.

16 MAR 28 PM 1:47

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

759606

(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:

N/A

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:

n/a

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

C. Enter new mailing address, if applicable:

N/A

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

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: N/A

New Registered Office Address:

(Florida street address)

(City)

, Florida

(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>N/A</u>	_____
<input type="checkbox"/> Add	_____	_____	_____
<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	_____	_____	_____

E. If amending or adding additional Articles, enter change(s) here:

(attach additional sheets, if necessary). (Be specific)

Please see attached Articles of Amendment to Articles of Incorporation of Martin Z. Margulies Foundation, Inc.

Attachment

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
MARTIN Z. MARGULIES FOUNDATION, INC.
A FLORIDA CORPORATION NOT FOR PROFIT**

MARTIN Z. MARGULIES, President, and KATHERINE HINDS, Secretary, of MARTIN Z. MARGULIES FOUNDATION, INC., certify that, pursuant to the provisions of Section 617.1006, Florida Statutes, MARTIN Z. MARGULIES FOUNDATION, INC. adopts the following amendments to its Articles of Incorporation:

1. The name of this corporation is MARTIN Z. MARGULIES FOUNDATION, INC. This corporation was formed pursuant to the provisions of Chapter 617 Florida Statutes.
2. Article 2 (entitled "Purpose") of the Articles of Incorporation of MARTIN Z. MARGULIES FOUNDATION, INC. is hereby amended by replacing the entire text with the following:
3. Purpose. The Foundation is organized and shall be operated exclusively for charitable and educational purposes within the meaning of Sections 501(c)(3) and 170(c)(2)(B) of the Internal Revenue Code of 1986, as amended (the "Code"), or the corresponding provisions of any future United States internal revenue law.

In furtherance of the foregoing, the Foundation shall be authorized to accept, exhibit and maintain any and all paintings, drawings, sculptures, sketches and other works of art donated to or on loan to the Foundation; make such paintings, drawings, sculptures, sketches and other works of art, or any one or more of them, available as a collection for exhibition at such galleries, museums, libraries, educational institutions or other organizations and institutions as are designated by the board of directors of the Foundation (the "Board of Directors") in its discretion; construct and operate a museum for the purpose of exhibiting works of art which will be donated to or on loan to the Foundation, conduct tours and other educational activities relating to the

collection of works of art to be assembled by the Foundation and other works of art; promote and sponsor research and publications concerning the artists to be represented in and the works of art to be included in the collection to be assembled by the Foundation, as well as other artists and works of art, whether of the same or other periods; award grants, scholarships and stipends to needy or worthy artists, painters, sculptors, other artisans and students of art history selected by the Board of Directors in its discretion award grants to existing museums in connection with exhibitions sponsored by, or of interest to, the Foundation in the discretion of the Board of Directors, solicit and accept contributions in cash or other property; sell art for the specific purpose of generating funds to not only cover its operating expenses but to also fund scholarships and other benefits to needy children, primarily in the Miami-Dade County area so that, in this manner, a program can be established that will enable the Foundation to fund scholarships or provide other necessary funds to assist needy children in obtaining appropriate education, as well as help families in need that are not otherwise obtaining proper public assistance; make grants to educational institutions which, in turn, would utilize the money to provide additional scholarships to needy children; consistent with the wishes of Martin Z. Margulies, founder of the Foundation, support activities and make grants that ameliorate the needs of the poor and the distressed, or the underprivileged, and to assist the poor and the distressed, or the underprivileged to build safer, more productive and enlightened lives; and to perform any other acts the Board of Directors finds necessary or advisable to further the Foundation's charitable and educational purposes."

3. The first sentence of the second paragraph of Article 3 (entitled "Powers and Activities") of the Articles of Incorporation of MARTIN Z. MARGULIES FOUNDATION, INC. is hereby amended by striking the word "substantial" so that the first sentence of the second paragraph of Article 3 reads as follows:

"No part of the activities of the Foundation shall be the carrying on of propaganda, or otherwise attempting to influence legislation."

4. This corporation does not have members. The foregoing amendments to the Articles of Incorporation were approved unanimously by the Board of Directors at a meeting on March 8, 2016.

Signed on March 8, 2016.

MARTIN Z. MARGULIES FOUNDATION, INC.

By: 

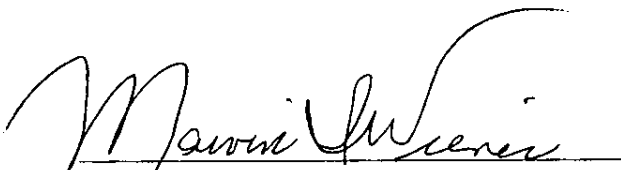
Martin Z. Margulies, President

Attest: 


Katherine Hinds, Secretary

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me this 8th day of March, 2016, by MARTIN Z. MARGULIES, and KATHERINE HINDS, acting as president and secretary on behalf of MARTIN Z. MARGULIES FOUNDATION, Inc., who are personally known to me.


Notary Public
State of Florida

MARVIN I. WIENER
Suite 100
2121 Ponce de Leon Boulevard
Coral Gables, FL 33134

 **MARVIN I. WIENER**
NOTARY PUBLIC
STATE OF FLORIDA
Comm# FF223805
Expires 6/16/2019
Suite 100
2121 Ponce de Leon Boulevard
Coral Gables, FL 33134

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March 8, 2016

The date of each amendment(s) adoption: _____, if other than the date this document was signed.

March 8, 2016

Effective date if applicable:

(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

3/18/16

Signature



(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)

martin margulies

(Typed or printed name of person signing)

President

(Title of person signing)

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