Requestor's Name Address

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

Phone #

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74	NEW FILINGS			AMENDMENTS		
	Profit		X	Amendment		
	NonProfit	/		Resignation of R.A., Officer/Director		
	Limited Liability			Change of Registered Agent		
	Domestication			Dissolution/Withdrawal		
	Other			Merger		

City/State/Zip

OTHER FILINGS
 Annual Report
Fictitious Name
Name Reservation

REGISTRATION/
Foreign
Limited Partnership
Reinstatement
 Trademark
Other

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Examiner's Initials

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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

August 3, 1998

SUNSTATE RESEARCH

TALLAHASSEE, FL

SUBJECT: SOUTHERN FLORIDA TROPICAL GROWERS, INC.

Ref. Number: 763590

We have received your document for SOUTHERN FLORIDA TROPICAL GROWERS, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please correct your document to reflect that it is filed pursuant to the correct statute number.

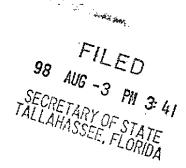
The date of adoption must be completed in the document.

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) 487-6908.

Teresa Brown Corporate Specialist Letter Number: 098A00040517F CORPORAT

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF SOUTHERN FLORIDA TROPICAL GROWERS, INC., a non-profit corporation



Pursuant to the provision of Section 617.1006 of the Florida Business Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

- 1. The name of the corporation is SOUTHERN FLORIDA TROPICAL GROWERS, INC. (the "Corporation").
- 2. The following amendment of the Articles of Incorporation was agreed to and adopted by all of the directors and members of the Corporation on the 30 day of July, 1998, in the manner prescribed by Section 6 17.100 6 of the Florida Business Corporation Act:

The following ARTICLES shall hereby be added to the Articles of Incorporation of the Corporation:

ARTICLE XIII

Said corporation/organization 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.)

ARTICLE XIV

No part of the net earnings of the corporation/organization shall inure to the benefit of, or be distributable to its members, trustees, directors, officers or other private persons, except that the corporation/organization 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/organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation/organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

Notwithstanding any other provision of these articles, the corporation/organization shall not carry on any other activities not permitted to be carried on (a) by a corporation/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 a corporation/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.)

ARTICLE XV

Upon dissolution of this corporation/organization 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.

However, if the named recipient is not then in existence or no longer a qualified distributee, or unwilling or unable to accept the distribution, then the assets of this corporation/organization shall be distributed to a fund, foundation or corporation organized and operated exclusively for the purposes specified in Section 501(c)(3) of the Internal Revenue Code (or corresponding section of any future Federal tax code.)

Dated: 7 30 98

SOUTHERN FLORIDA TROPICAL GROWERS,

INC., a Florida non-profit corporation

By: <u>Sylvia Dordon</u>, Vice President

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