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December 6, 2001

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*****43.75 *****43.75

Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: The National Association of Prudential Vested
Terminators, Inc.
My File No. CO 02.326

Dear Sir or Madam:

I have enclosed the following in connection with the above
referenced matter:

1. Letter of request for waiver of reinstatement fee.
2. Completed Corporation Reinstatement Form
3. Check #8463 in the amount of \$61.25 for 2001 Reinstatement
4. Articles of Amendment
5. Check #8464 in the amount of \$43.75 for filing the Amendment
and for a certified copy of the Amendment

Kindly forward the certified copy of the Amendment in the self-
addressed and stamped envelope provided as soon it becomes
available. Thank you.

Very truly,



Joseph Kuharcik

RECEIVED
01 DEC 26 PM 11:31
DIVISION OF CORPORATIONS

FILED
01 DEC 10 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FF \$35
00 8.75

Amend
Spayne
12/26/01

ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
THE NATIONAL ASSOCIATION OF PRUDENTIAL RETIREES
AND VESTED TERMINATORS, INC.,
A FLORIDA NOT FOR PROFIT CORPORATION

FILED
01 DEC 10 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

To: Department of State
Tallahassee, Florida 32304

Pursuant to the provisions of Section 617.1006 of the Florida Statutes, the undersigned Florida nonprofit corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the corporation is The National Association of Prudential Retirees and Vested Terminators, Inc.

2. The second paragraph of Article I is deleted and the following is substituted in its place:

The principal address of the corporation is 544 Greenway Dr., North Palm Beach, Florida 33404.

3. Article III (a) is deleted in its entirety and the following is substituted in its place:

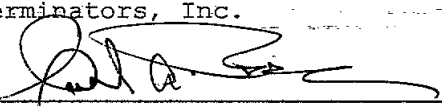
This organization is organized exclusively for charitable, religious, educational, and scientific purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3).

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 the purposes set forth above. Notwithstanding any other provision of these articles, this 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 Code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Code.

4. The foregoing amendments to the Articles of Incorporation were adopted unanimously by the directors of the corporation on November 29, 2001. There are no members entitled to vote on proposed amendments.

Dated this 3rd day of Dec, 2001.

The National Association of
Prudential Retirees and Vested
Terminators, Inc.

By: 
Carl A. Rose, as its President