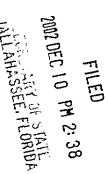
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ACCOUNT NO. : 072100000032 REFERENCE AUTHORIZATION : COST LIMIT : \$ 35.00 ORDER DATE: December 9, 2002 ORDER TIME : 10:01 AM ORDER NO. : 847531-005 CUSTOMER NO: 4378530 CUSTOMER: Mr. Leo Spandorf Leo Spandorf 50 Charles Lindbergh Blvd. Mitchel Field, NY 11553 NAME: DAVID WILKES FOUNDATION, INC. EFFECTIVE DATE: ARTICLES OF AMENDMENT RESTATED ARTICLES OF INCORPORATION PLEASE RETURN THE FOLLOWING AS PROOF OF FILING: CERTIFIED COPY _ PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight -- EXT# 1156

EXAMINER'S INITIALS:

ARTICLES OF AMENDMENT

to

ARTICLES OF INCORPORATION

of

(present name)	-
(Document Number of Corporation (If known)	
Pursuant to the provisions of section 617.1006, Florida Statutes, the un nonprofit corporation adopts the following articles of amendment to its	ndersigned Florida s articles of incorporation.
FIRST: Amendment(s) adopted: (INDICATE ARTICLE NUMBER (S) BEI	NG AMENDED, ADDED OR
SEE ARTICLES ATTACHED	FILED 2002 DEC 10 PM 2: 39 TALLAHASSEE, FLORIDA
SECOND: The date of adoption of the amendment(s) was: Octob THIRD: Adoption of Amendment (CHECK ONE)	per 23, 2002
The amendment(s) was(were) adopted by the members an cast for the amendment was sufficient for approval.	nd the number of votes
There are no members or members entitled to vote on the amendment(s) was (were) adopted by the board of director FOURTH: As amended hereinable, all the other Articles set Articles of Incorporation filed with the Secretary of State on October 1, 2001 are reaffirmed in full and together with Signature of Chairman, Vice Chairman, President or other o	ors. forth in the original e of Florida and approved th the amended Article III constitute the

Date

Title

ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

DAVID WILKES FOUNDATION, INC.

ARTICLE III: Purpose is hereby amended in its entirety and restated to read as follows:

- A. This corporation is organized and operated exclusively for charitable and educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code.
- B. Notwithstanding any other provision of the Articles, the 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 Internal Revenue Code of 1986 (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(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).
- C. No part of the net earnings of the corporation shall insure to the benefit of, or be distributed to its members, directors, 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 corporations exempt purposes.
- D. No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of, or in opposition to, any candidate for public office.
- E. Upon winding up and dissolution of this corporation, after paying or adequately providing for the debts and obligations of the corporation, the remaining assets shall be distributed to a non-profit fund, foundation, or corporation which is organized and operated exclusively for charitable, educational, religious, and or scientific purposes and which has established its tax exempt status under section 501(c)(3) of the Internal Revenue Code.
- F. 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 organization shall be distributed to a fund, foundation, or organization which is organized and operated exclusively for the purposes specified in section 501(c)(3) of the Internal Revenue Code.

- G. The corporation will distribute its income for each tax year at such time and in such manner as not to become subject to the tax on undistributed income imposed by section 4942 of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- H. The corporation will not engage in any act f self-dealings as defined in section 4941(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- I. The corporation will not retain any excess business holdings as defined in section 4943(c) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- J. The corporation will not make any investments in such manner as to subject it to tax under section 4944 of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- K. The corporation will not make any taxable expenditures as defined in section 4945(d) of the Internal Revenue Code or the corresponding section of any future federal tax code.