

417 E. Virginia Street, Tallahassee, Florida 32301
(850) 222-8870 • (850) 222-8062 • Fax (850) 222-1222

NO1000007846

02 JUL 31 PM 2:44

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Martin County Special
Needs Training

400006817064--2
-07/31/02--01049--014
*****43.75 *****43.75

Art of Inc. File Amended

LTD Partnership File _____

Foreign Corp. File _____

L.C. File _____

Fictitious Name File _____

Trade/Service Mark _____

Merger File _____

Art. of Amend. File _____

RA Resignation _____

Dissolution / Withdrawal _____

Annual Report / Reinstatement _____

Cert. Copy _____

Photo Copy _____

Certificate of Good Standing _____

Certificate of Status _____

Certificate of Fictitious Name _____

Corp Record Search _____

Officer Search _____

Fictitious Search _____

Fictitious Owner Search _____

Vehicle Search _____

Driving Record _____

UCC 1 or 3 File Asst

UCC 11 Search 8/5/02

UCC 11 Retrieval _____

Courier _____

RECEIVED
02 JUL 31 AM 11:34
DEPARTMENT OF STATE
DIVISION OF CORPORATE
AFFAIRS
TALLAHASSEE, FLORIDA

X00789, 00564, 00671

Signature

Requested by:

AW 7/31

Name

Date

Time

Walk-In _____

Will Pick Up _____



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

July 31, 2002

Capital Connection, Inc.
417 E. Virginia Street
Suite 1
Tallahassee, FL 32301

SUBJECT: MARTIN COUNTY SPECIAL NEEDS TRAINING, INC.
Ref. Number: N01000007846

RECEIVED
02 AUG -5 AM 11:53
FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FL 32304

We have received your document for MARTIN COUNTY SPECIAL NEEDS TRAINING, INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

If there are MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) the date of adoption of the amendment by the members and (2) a statement that the number of votes cast for the amendment was sufficient for approval.

If there are NO MEMBERS OR MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

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) 245-6907.

Annette Ramsey
Corporate Specialist

Letter Number: 602A00046228

Corrected

02 JUL 31 FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**FIRST AMENDMENT TO CORPORATE CHARTER
OF
MARTIN COUNTY SPECIAL NEEDS TRAINING, INC.**

By unanimous resolution of the **Board of Directors and all members of the corporation** passed and adopted at a Special Meeting of the Board of Directors and members held for the purpose of adopting the following provisions into the Articles of Incorporation of Martin County Special Needs Training, Inc. held on **July 25th, 2002**, the Articles of Incorporation were hereby amended by the addition of the following provisions. The members were entitled to vote on the change in the charter and **all** voted **unanimously** to amend the charter. A unanimous vote of all members and directors is sufficient to amend the charter.

**ARTICLE TEN
CHARITABLE PURPOSE**

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

B. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other not permitted to be carried on (a) by an 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 an 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.

C. Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or the state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the court of Common Pleas in the county in which the principal office of the organization is located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.


ARTICLE ELEVEN LIMITATIONS ON COMPENSATION OF SALARIED PERSONS

The following provision is adopted to assure that compensation is determined in an unbiased manner.


The majority of the Board of Directors will be non-salaried and will not be related to salaried personnel or to parties providing services. In addition, salaried individuals cannot vote on their own compensation. All decisions relating to salaried positions shall be made by the Board of Directors excluding any individuals who might benefit from the decisions.

In compliance with the IRS letter dated July 5, 2002, this provision is expressly signed by two directors.


Director


Director

Respectfully submitted:


Board Chairman

Attested:

Secretary (Seal)

