

NO2000003662

DONALD W. YETTER, P.A.

ATTORNEY AND COUNSELLOR AT LAW

1111 NINTH AVENUE WEST

SUITE B

BRADENTON, FLORIDA 34205

TELEPHONE (941) 749-1402
FAX (941) 748-0657

MAILING ADDRESS:
POST OFFICE BOX 9835
BRADENTON, FLORIDA 34206

September 20, 2002

Department Of State
Division Of Corporations
ATTENTION: Ms. Shannon Thompson
Post Office Box 6327
Tallahassee, Florida 32314

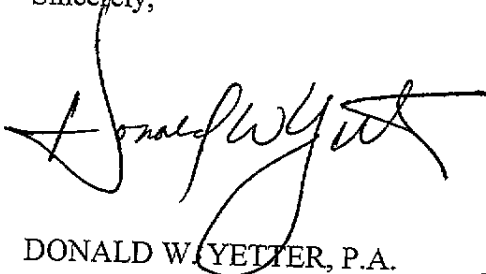
400008243554--2
-10/08/02--01002--002
*****43.75 *****43.75

Subject: The C. K. Smith Foundation, Inc.

Dear Ladies and Gentlemen:

Enclosed is an original and one (1) copy of Articles of Amendment to Articles of Incorporation for the above captioned corporation as well as a check in the amount of \$43.75 for filing of the Articles of Amendment and the return of a certified copy of same.

Sincerely,



DONALD W. YETTER, P.A.

DWY/jlm
Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2002 OCT - 8 AM 10:34

Amendment
LPS
10-8-2002

DONALD W. YETTER, P.A.

ATTORNEY AND COUNSELLOR AT LAW

1111 NINTH AVENUE WEST

SUITE B

BRADENTON, FLORIDA 34205

TELEPHONE (941) 749-1402
FAX (941) 748-0657

MAILING ADDRESS:
POST OFFICE BOX 9335
BRADENTON, FLORIDA 34206

October 3, 2002

Florida Department of State
Division of Corporations
Attn: Louise Fleming-Jackson
Post Office Box 6327
Tallahassee, Florida 32314

Re: C. K. Smith Foundation
Reference Number NOZ000003662

Dear Ms. Jackson:

Enclosed please find the resubmitted Articles of Amendment of Articles of Incorporation and one (1) copy thereof and my clients check number 895 for filing of same. I have also enclosed a Unanimous Written Consent of all of the Directors of the Corporation dated September 20, 2002, approving the Amendment to the Articles of Incorporation as provided for in Article VIII of the Articles of Incorporation.

I hope this is satisfactory.

Respectfully,

A handwritten signature in cursive script, appearing to read "Donald W. Yetter", written in dark ink.

DONALD W. YETTER, P.A.

DWY/jlm

Enclosures



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

September 27, 2002

Donald W. Yetter, P.A.
Post Office Box 9335
Bradenton, FL 34205

SUBJECT: C.K. SMITH FOUNDATION, INC.
Ref. Number: N02000003662

We have received your document for C.K. SMITH FOUNDATION, INC. and check(s) totaling \$43.75. However, your check(s) and document are being returned for the following:

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 the enclosed check for \$43.75 or a newly issued check with your corrected 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) 245-6910.

Louise Flemming-Jackson
Document Specialist Supervisor

Letter Number: 702A00054881

THIS INSTRUMENT PREPARED BY:

DONALD W. YETTER, Esquire
1111 Ninth Avenue West, Suite B
Post Office Box 9335
Bradenton, Florida 34205
941/749-1402

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

2002 OCT -8 AM 10:34

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
THE C. K. SMITH FOUNDATION, INC.

I, the undersigned Director of the corporation, confirm and certify that upon unanimous written consent of all of the Directors of the Corporation dated September 20, 2002, the following Resolutions were adopted to amend the Articles of Incorporation.

Article X of the Articles of Incorporation shall be added as follows;

ARTICLE X - NET EARNINGS

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 be 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 provision of this document, the organization shall not carry on any other activities 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.

Article XI of the Articles of Incorporation shall be added as follows;

ARTICLE XI - DISSOLUTION

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 to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization is then 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.

Dated: September 20, 2002

**SIGNED, SEALED AND DELIVERED
IN THE PRESENCE OF:**

THE C. K. SMITH FOUNDATION, INC.



DONALD W. YETTER
Witness

By: 

STANLEY WEYMAN, PRESIDENT

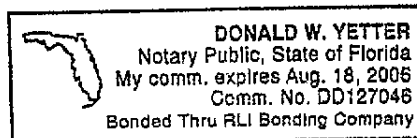


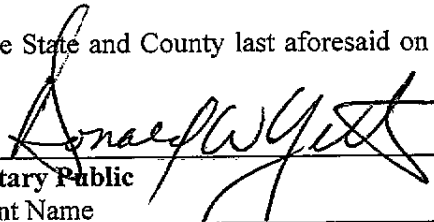
JANIS L. MILLER
Witness

**STATE OF FLORIDA
COUNTY OF SARASOTA**

I HEREBY CERTIFY that on this day, before me, an officer duly qualified to take acknowledgments, personally appeared **STANLEY WEYMAN**, the President of C. K. Smith Foundation, Incorporated, who is personally known to me or who produced _____ as identification and who duly acknowledged before me that he executed the foregoing instrument for the purposes therein expressed as the act and deed of said corporation.

WITNESS my hand and official seal in the State and County last aforesaid on this 20th day of September, 2002.

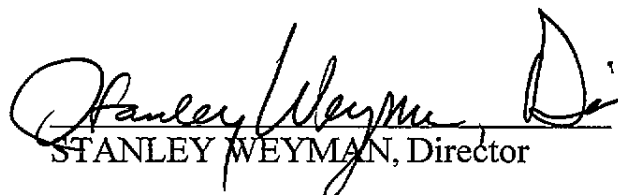




Notary Public
Print Name _____

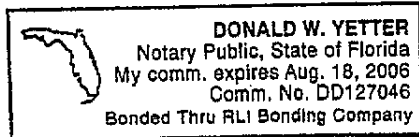
My Commission Number _____
My Commission Expires _____

I, the undersigned Director of the C. K. Smith Foundation hereby certify that the attached Unanimous Written Consent Of The Directors Of The C. K. Smith Foundation, Inc. is a true and correct copy of said consent and that the Directors signing thereon are all of the Directors of the Corporation.


STANLEY WEYMAN, Director

I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgments, personally appeared STANLEY WEYMAN, who is personally known to me, or provided _____ as identification, and he acknowledged before me that he executed the foregoing instrument.

WITNESS my hand and official seal in the State and County last aforesaid on this 3rd day of October, 2002.




Notary Public
Print Name: _____
My Commission Expires: _____
My Commission Number: _____

**UNANIMOUS WRITTEN CONSENT OF THE DIRECTORS OF
DIRECTORS OF THE C. K. SMITH FOUNDATION, INC.**

The undersigned, constituting all of the Directors of THE C. K. SMITH FOUNDATION, INC., in accordance with the Articles of Incorporation and Bylaws of the corporation hereby without a meeting and without prior notice, by their signature hereon, consent to and ratify the following actions;

RESOLVED, that the Articles of Incorporation shall be amended to add Article X as follows;

ARTICLE X - NET EARNINGS

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 be 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 provision of this document, the organization shall not carry on any other activities 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.

FURTHER RESOLVED, that the Articles of Incorporation shall be amended to add Article XI as follows;

ARTICLE XI - DISSOLUTION


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 to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization is then 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.

IN WITNESS WHEREOF the undersigned being all of the Directors of the Corporation, hereby set their hands and seal on this Consent to Action taken this 20th day of September, 2002.


RICHARD BEDFORD


ENGLISH S. DES CHAMPS IV


STANLEY WEYMAN


JON FAEL