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Paul mankowsky gave authorization
to correct the Corp. name.
1/13 7B

Amend.

V SHEPARD FEB 14 2003

TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

**Subject: Amendment of Articles of Incorporation of Sugar Mill Country Club
Scholarship Fund, Inc.**

Enclosed is an original and one copy of the amendments of the Articles of Corporation
and a check for:

\$43.75
Filing Fee &
Certificate of
Status

FROM: Paul Mankowsky
100 Clubhouse Circle
New Smyrna Beach, FL 32168
(386) 409-0956

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ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION
of

Sugar Mill Country Club Scholarship Fund, Incorporated

(Document Number of Corporation (If known))

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment to its articles of incorporation.

FIRST:

Amend Article III to Read:

ARTICLE III
PURPOSE

The specific purpose for which the corporation is organized is to raise money for scholarship assistance for employees, or children of employees, of Sugar Mill Country Club, Inc. Said organization is organized exclusively for charitable, religious, education, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organization under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Add New Article VIII to Read:

ARTICLE VIII
PROSCRIPTIONS

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 of the provisions of his 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.

Add New Article IX to read:

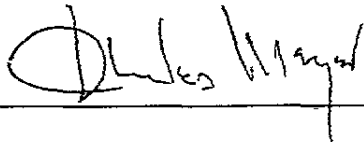
**ARTICLE IX
DISSOLUTION**

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501 © (3) of the Internal Revenue Code, or any 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.

SECOND: The date of adoption of the amendments was: February 7, 2003.

THIRD: Adoption of Amendment (CHECK ONE)

- The amendment(s) was(were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.
- There are no members or members entitled to vote on the amendment. The amendment(s) was(were) adopted by the board of directors.



Charles Meyer

Chairman

February 7, 2003