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Mr. Kanzig authorized  
to add no members or  
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08/08/03--01086--002 \*\*43.75

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
2003 SEP -5 AM 10:05

Amendment  
N/A  
9-5-2003

*Law Offices of  
Robert A. Kanziger, P.A.*

TELEPHONE: (305) 670-2800  
FACSIMILE: (305) 670-4919

ONE DATRAN CENTER  
9100 SOUTH DADELAND BOULEVARD  
PENTHOUSE ONE - SUITE 1710  
MIAMI, FLORIDA 33156

August 5, 2003

**CERTIFIED MAIL-RETURN RECEIPT**

Florida Department of State  
Division of Corporations  
409 East Gaines  
Tallahassee, FL 32301

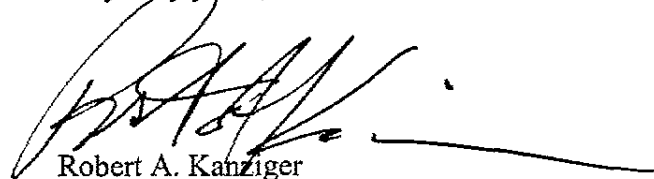
Re: THE SAMANTHA FOUNDATION INC.  
Amendments to Articles of Incorporation  
Original Document Number: N03000000189

Gentlemen:

Enclosed you will find a check in the amount of \$43.75 which represents payment of the Articles of Amendment to the Articles of Incorporation of The Samantha Foundation Inc., along with a copy for certification.

Thank you for your cooperation and if you have any questions, please do not hesitate to contact me.

Very truly yours,



Robert A. Kanziger

RAK/sms

Enclosures

cc: Mark D. Kessler



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

August 14, 2003

ROBERT KANZIGER  
ONE DATRAN CENTER, PH ONE-SUITE 1710  
9100 SOUTH DADELAND BLVD.  
MIAMI, FL 33156

SUBJECT: THE SAMANTHA FOUNDATION INC.  
Ref. Number: N03000000189

We have received your document for THE SAMANTHA FOUNDATION 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):

Amendments for nonprofit corporations are filed in compliance with section 617.1006, Florida Statutes. Please see the attached information.

Nonprofit corporations do not have shareholders. Please remove any reference to shareholders from the 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) 245-6916.

Carol Mustain  
Document Specialist

Letter Number: 303A00046342

*Law Offices of  
Robert A. Kanziger P.A.*

TELEPHONE  
(305) 670-2800  
TELEFAX  
(305) 670-4919

ONE DATRAN CENTER  
SUITE 1710  
PENTHOUSE ONE  
9100 SOUTH DADELAND BLVD.  
MIAMI, FLORIDA 33156

August 26, 2003

**CERTIFIED MAIL-RETURN RECEIPT**

Ms. Carol Mustain, Document Specialist  
Florida Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, Florida 32314

Re: The Samantha Foundation, Inc.  
Reference No: N03000000189 - Letter No: 303A00046342

Dear Ms. Mustain:

Pursuant to our conversation of August 25, 2003, enclosed you will find the Articles of Amendment to the Articles of Incorporation of The Samantha Foundation Inc., with the proper correction on the fourth paragraph.

I am enclosing a copy of your August 14<sup>th</sup> letter along with an extra copy for certification.

Thank you for your cooperation and if you have any questions please do not hesitate to contact me.

Very truly yours,



Robert A. Kanziger

RAK/sms

Enclosure

cc: Mark D. Kessler

**ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF  
THE SAMANTHA FOUNDATION INC.**

*Pursuant to the provisions of section 617, Florida Statutes, this Florida not-for-profit corporation adopts the following articles of amendment to articles of incorporation:*

**FIRST:** Amendment(s) adopted:

Articles III and X of the Articles of Incorporation of The Samantha Foundation Inc., was amended by the Corporation's Board of Directors on August 4, 2003. The corporation is filing these Articles of Amendments to the Articles of Incorporation pursuant to Florida Statute 617.

Article III of the Articles of Incorporation of The Samantha Foundation Inc., was amended as follows:

**Purpose:**

The corporation is a not for profit corporation. The purposes of which this corporation is organized are:

- a. The specific and primary purpose for which this corporation is formed are to operate for the advancement and promotion of preventative safety measures in and around the house for children and for other charitable purposes, by the distribution of its funds for that particular purpose.
- b. The general purpose for which this corporation is formed are to be operating exclusively for said educational purposes as stated above which will qualify it as an exempt organization under section 501(c)(3) of the Internal Revenue Code of 1986 or corresponding provisions of any subsequent Federal tax laws, including, for those purposes, the making of distributions to organizations which qualify as tax exempt organizations under that code.
- c. This corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene (by publication or distribution of any statements or otherwise) in any political campaign on behalf of any candidate for public office notwithstanding any other provisions of these articles, the corporation shall not carry on any other activity 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, or the corresponding section of any future Federal tax code or (b) by a corporation, contributions to which are deductible under section 170 (c)(2) of the Internal Revenue Code, or the corresponding section of any future Federal tax code.

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- d. No part of the net earnings of the corporation shall inure to the benefit of any private person or individual or any member or director, 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 in this article.
- e. On liquidation or dissolution all properties and assets of this corporation remaining after paying or providing for all debts and obligations shall be distributed and paid over to a fund, foundation or corporation organized and operated for charitable or religious purposes designated by the Board of Directors which shall at the time qualify as a tax exempt organization under the Internal Revenue Code Section 501 (c)(3), or as that statute may be amended. Any such assets not so disposed of shall be disposed by a Court of competent jurisdiction of the county in which the principal office of the corporation 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.

Article X of the Articles of Incorporation of The Samantha Foundation Inc., was amended as follows:

**Amendment:**

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors.

**THIRD:** The date each amendment was adopted: August 4, 2003.

**FOURTH:** Adoption of Amendment(s) (**CHECK ONE**)

☐ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting group.

*The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes case for the amendment(s) was/were sufficient for approval by \_\_\_\_\_."  
voting group

☒ The amendment(s) was/were adopted by the board of director.  
There are no members or members entitled to vote.

\_\_\_\_\_ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 4<sup>th</sup> day of AUGUST, 2003.

By: Mark D. Kessler  
Mark D. Kessler, Director