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FRIENDS OF SEWELL PARK, INC. 1700 N.W. NORTH RIVER DRIVE #1007 MIAMI, FL. 33125

APRIL 2, 2004

Department of State-Division of Corporations Corporate Filing P.O. Box 6327 Tallahassee, Fl. 32314

Re: Friends of Sewell Park, Inc Document # N03000001112

Dear Sir or Madam:

Enclosed please find "Articles of Amendment to Articles of Incorporation" for "Friend of Sewell Park, Inc.", please record, file and returned a certified copy to the address shown above.

If you have any questions, please contact me at 305-215-8850

Sincerely,

Elizabet Chacon, Secretary

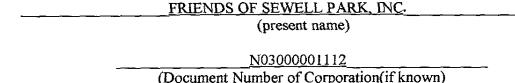
enc. Postal Many Order # 06643203737

ARTICLES OF AMENDMENT

To

ARTICLES OF INCORPORATION

of



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

FIRST: Amendment(s) adopted: (INDICATE ARTICLE NUMBER (S) BEING AMENDED, ADDED OR DELETED.)

The following wording shall be added to Article III of the Corporation:

- a. Said organization is organized exclusively for educational, scientific and environmental purposes, including, for such purpose, 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 tax code.
- No part of the net earnings of the organization shall inure to the benefit of, or b. 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, contribution to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

The following wording shall be added to Article VIII of the Corporation:

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.

SECOND: The date of adoption of the amendment(s) was: April 1, 2004

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

X There are no members or members entitle to vote on the amendment. The amendment(s) was (were) adopted by the board of directors.

<u> </u>	an, Vice Chairman, President or other officer
Signature of Chairma	an, Vice Chairman, President or other officer
	Elizabet Chacon
	Type of printer name
Secretary	April 1, 2004
Title	Date