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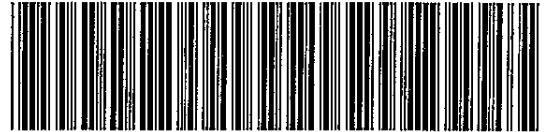
Certified Copies _____ Certificates of Status _____

called Charles P. Sacher - 4/15

Special Instructions to Filing Officer:

Nancy called & gave
AUTHORIZATION to ADD
"AND ANY MEMBERS" etc 4/15

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04 APR -9 PM 2:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AMEND
CRG 4/15

SACHER, MARTINI & SACHER, P.A.

ATTORNEYS AT LAW

2655 LeJeune Road, Suite 1101, Coral Gables, Florida 33134

Telephone: 305/448-3900 • Facsimile: 305/446-9206

Charles P. Sacher
Gregory T. Martini
Charles S. Sacher

April 7, 2004

Evan N. Ross
Nancy A. Richman
OF COUNSEL
Martin E. Segal, P.A.

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

Re: Michael Scholz Memorial Charitable Fund, Inc.
Our File No. 4703

Dear Sir/Madam:

On behalf of the above-referenced corporation, I enclose herewith an original and one (1) copy of the executed and notarized First Amendment to the Articles of Incorporation for the above-referenced Corporation, together with my firm check in the amount of \$43.75.

Please cause the original copy of the First Amendment to the Articles of Incorporation to be filed among the corporate records of the State of Florida. Please return a certified copy of the original of the First Amendment to the Articles of Incorporation.

Thank you for your attention to this matter.

Sincerely,



Charles P. Sacher

CPS/wh
Enclosures
cc: Melvin A. Rubin, Esq.

W:\4703\wp\division of corp letter sending first amendment to articles of incorporation.wpd

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04 APR -9 PM 2:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FIRST AMENDMENT TO THE
ARTICLES OF INCORPORATION
OF
MICHAEL SCHOLZ MEMORIAL CHARITABLE FUND, INC.

Michael Scholz Memorial Charitable Fund, Inc., a Florida Corporation, under its corporate seal and the hands of its President, Melvin A. Rubin, and Secretary, Phyllis Sandrow, hereby certifies that:

ARTICLE I
and any members.

The Board of Directors/ of said corporation on March

1, 2004, adopted the following Resolution:

Article IV of the Articles of Incorporation are hereby amended to read as follows:

(1) The corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, 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.

(2) No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, directors, officers, or other private persons, 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 Article III hereof.

(3) No substantial part of the activities of the corporation shall consist of carrying on propaganda, or otherwise attempting, to influence legislation; nor shall it in any manner or to any extent participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of any candidate for public office; nor shall the corporation engage in any activities that are unlawful under applicable federal, state, or local laws.

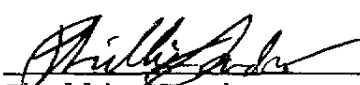
(4) The corporation shall not (a) operate for the purpose of carrying on a trade or business for profit, (b) engage in any prohibited transactions as described in §503 of the Code and (c) accumulate income, invest income, or divert income, in a manner endangering its exempt status by virtue of §504 of the Code.

IN WITNESS WHEREOF, said Corporation has caused this Amendment to be signed in its name by its President and its corporate seal to be hereunto affixed and attested by its Secretary, this 31st day of March, 2004.

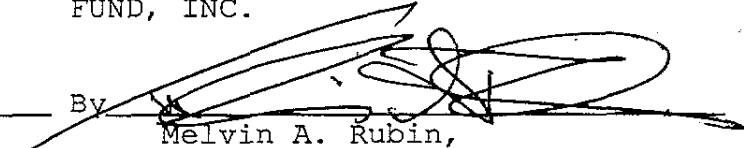
(SEAL)
a Florida Corporation

MICHAEL SCHOLZ MEMORIAL CHARITABLE,
FUND, INC.

Attest:


Phyllis Sandrow,
Secretary

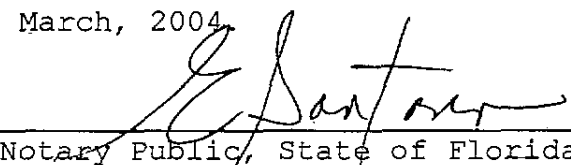
By


Melvin A. Rubin,
President

STATE OF FLORIDA)
COUNTY OF MIAMI-DADE) SS:

On this day personally appeared before me, the undersigned officer duly authorized by the laws of the State of Florida to take acknowledgments of deeds, MELVIN A. RUBIN, President of Michael A. Scholz Memorial Charitable Fund, Inc., a Florida Corporation, and he acknowledged that he executed the above and foregoing First Amendment to the Articles of Incorporation as such Officer for and on behalf of said Corporation after having been duly authorized to do so.

WITNESS my hand and official seal at Miami, Miami-Dade County, Florida, this 31st day of March, 2004



Notary Public, State of Florida
at Large

My Commission Expires:



E. Santana
Commission #DD171462
Expires: Dec 12, 2006
Bonded Thru
Atlantic Bonding Co., Inc.

W:\4703\wp\First Amend to Articles of Incorp.wpd