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December 9, 2003

16120 S. W. 107 Place Miami, Florida 33157

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

Dear Sir,

Enclosed are amendments to the Articles of Incorporation for the B.T.W. Class of 1957 Foundation, Inc. Also enclosed is the filling fee check in the amount of \$35.00.

Please feel free to contact me at (305) 253-6916; and, please expedite if at all possible.

Respectfully yours,

Carrie Bryant Mickey, Secretary

ARTICLES OF AMENDMENT

to

ARTICLES OF INCORPORATION

ARTICLES OF INCORPORATION
of Carte State Sta
ARTICLES OF INCORPORATION of B. T. W. Class of 1957 Foundation, Inc. (present name)
N03000005449 (Document Number of Corporation (if known)
Pursuant to the provisions of section 617.1006, Florida Statues, 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.)
Please see Attachment "A" hereto which is hereby incorporated by this reference
SECOND: The date of adoption of the amendment(s) was: 11/15/03 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.
Signature of Chairman, Vind Chairman, President or other officer
Carrie Bryant Mickey typed or printed name
Secretary 12/9/03 Title Date

ATTACHMENT "A"

FIRST:

The Following are the Amendments adopted by the B. T. W. Class of 1957 Foundation, Inc.:

- Article III <u>Purpose</u> was amended to add the following paragraph:
 Said organization is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes the making of distributions to organizations qualifying as exempt organizations under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code.
- Article V, <u>Directors / Officers</u> was amended to add the following: David Robinson, II, 10200 SW 140th Street Miami, Florida (General Counsel)
- 3. The following additional Articles were added:

VIII. Net Earnings / Restricted Activities

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 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.

IX. Distribution Upon 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.