

Ad. 4-27

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Personal Injury Law • Trial Practice • General Practice

April 14, 2004

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

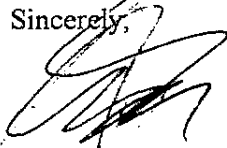
RE: Organization for Health and Fitness, Inc.

Dear Corporate Specialist:

Enclosed please find an original and one (1) copy of the Articles of Amendment of the Articles of Incorporation for the above corporation and check in the amount of \$35.00 for the fees.

Please process accordingly.

Sincerely,



Anthony P. Granese

APG:jlv
Encls.

**ARTICLES OF AMENDMENT
OF THE
ARTICLES OF INCORPORATION
OF
ORGANIZATION FOR HEALTH AND FITNESS, INC.**

FILED
04 APR 16 AM 9 11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dennis Kellenberger, President, and Rick DaSo, Secretary, of **Organization for Health and Fitness, Inc.**, do hereby state that the following Amendment to the Articles of Incorporation of the Corporation were adopted by the unanimous written consent of all of the directors of the corporation as of April 12, 2004.

1. The name of the Corporation as set forth in Article I of its Articles of Incorporation and as otherwise set forth in such Articles, is **Organization for Health and Fitness, Inc.**
2. There are no members.
3. The following amendment is added as Article XI to the Articles of Incorporation of **Organization for Health and Fitness, Inc.**

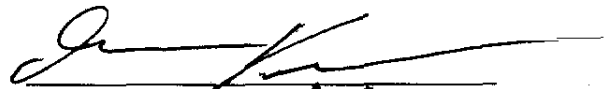
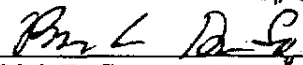
ARTICLE XI

This organization 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.

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 other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by any 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.

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 Circuit Court 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.

The above stated amendment shall be effective on the date of the filing of these Articles of Amendment.


Dennis Kellenberger *President*

Rick DaSo *Secretary*

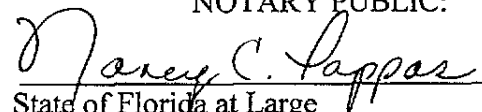
STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 13th day of April 2004, by
Dennis Kellenberger who is personally known to me or who has produced _____
as identification and who did/did not take an oath.



Nancy C. Pappas
MY COMMISSION # DD163638 EXPIRES
November 29, 2006
BONDED THROUGH TROY FAIR INSURANCE, INC.


NOTARY PUBLIC:


State of Florida at Large
My Commission Expires: (seal)

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 14 day of April 2004, by
Rick DaSo who is personally known to me or who has produced FLDL
as identification and who did/did not take an oath.

NOTARY PUBLIC:


State of Florida at Large
My Commission Expires: (seal)

