

NO4 000000658

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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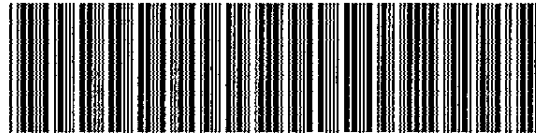
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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FILED
04 MAR - 1 AM 9:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AMEND
DPB 28

BROWN-EYED SUE FOUNDATION, INC.

P.O. Box 0910
Miami, Florida 33245-0910
305-642-4655

February 24, 2004

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

Re: Brown-Eyed Sue Foundation: Articles of Amendment

Dear Madam or Sir:

We enclose for filing Articles of Amendment for the above-referenced corporation. Additionally, we enclose a check in the amount of \$43.75 payable to the Department of State, for the following:

Filing Fee: \$35.00
Certified Copy: 8.75

Please forward a certified copy of the Articles of Amendment to the undersigned at the following address:

1829 S.W. 12 Street, Miami, Florida 33135

Should you have any questions or comments, please contact us at the telephone number listed hereinabove.

Very truly yours,

Rebeca Sanchez-Roig
President

Enclosures

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
BROWN-EYED SUE FOUNDATION, INC.
N04000000658

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TALLAHASSEE, FLORIDA

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

FIRST: Amendments adopted:

ARTICLE III -- PURPOSE is deleted in its entirety and replaced with the following new **ARTICLE III -- PURPOSE:**

The corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distribution to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE VIII – MISCELLANEOUS is new and added as follows:

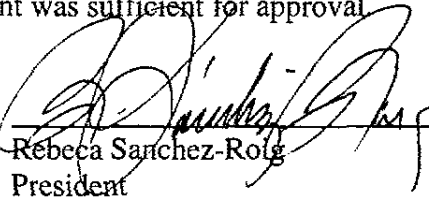
No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III hereof. No substantial part of the activities of the corporation shall be the carrying on or propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in including the publishing or distribution of statements, any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the 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 so disposed of shall be disposed of 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.

SECOND: The date of adoption of the amendments was: February 17, 2004.

THIRD: The amendments were adopted by the members and the number of votes cast for the amendment was sufficient for approval



Rebeca Sanchez-Roig
President

17 February 2004
Date