

NO4000012117

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☐ Urgent

☐ For Review

☐ Please Comment

☐ Please Reply Via Fax

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Attached please find a copy of your correspondence and the revised amendment for filing pursuant to my original request.

Please process and timely return to me by fax.

Thank you.

Jun. 21. 2006 1:45PM

6/20/2006 4:58

PAGE 001/001

Florida Dept. of State No. 0102 Sta. P. 2



June 20, 2006

FLORIDA DEPARTMENT OF STATE

Division of Corporations

SMIGIEL FOUNDATION TO BENEFIT CHILDREN AND FAMILIES, IN
P.O. BOX 540669
LAKE WORTH, FL 33454US

SUBJECT: SMIGIEL FOUNDATION TO BENEFIT CHILDREN AND FAMILIES, INC..
REF: N04000012117

We have received your document for SMIGIEL FOUNDATION TO BENEFIT CHILDREN AND FAMILIES, INC.. and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

If there are NO MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6916.

Carol Mustain
Document Specialist

FAX Aud. #: H06000162104
Letter Number: 706A00041406

H060001621043

ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF THE
SMIGIEL FOUNDATION TO
BENEFIT CHILDREN AND FAMILIES, INC.

Document Number of Corporation: N04000012117

Pursuant to the provisions of Section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following Articles of Amendment (this "Amendment") to its current Articles of Incorporation.

This Corporation does not have members and thus this Amendment was approved and adopted by the Board of Directors on the date set forth below.

FIRST: Amendments adopted herein:

The Articles shall be amended to add a new ARTICLE IX which shall read 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 the Purpose clause hereof. No substantial part of the activities of the corporation shall be the carrying on of 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 any candidate for public office. Notwithstanding any other provision of this document, the corporation 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, or corresponding section of any future federal tax code."

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The Articles shall be amended to add a new Article X which shall read as follows:

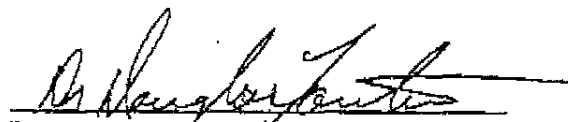
"Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local 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 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 this Amendment is June 15, 2006 and this Amendment shall be retroactively effective to the date of incorporation.

THIRD: This Amendment was adopted by the Board of Directors.

NO FURTHER ACTION IN THIS AMENDMENT.

SMIGIEL FOUNDATION TO
BENEFIT CHILDREN AND FAMILIES, INC.


By: Douglas Fountain
Its: Director