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CAPITAL CONNECTION, INC.

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ARTICLES OF AMENDMENT

to

2007 NOV 19 PM 2: 39

ARTICLES OF INCORPORATION SECRETARY OF STATE TALLAHASSEE, FLORIDA

01
SAVE THE AUSTRALIAN PINES AT FORT ZACHARY TAYLOR-KEY WEST, INC.
(present name)
N05000004346
(Document Number of Corporation (If known)
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: Amendment(s) adopted: (INDICATE ARTICLE NUMBER (S) BEING AMENDED, ADDED OR DELETED.)
SEE ATTACHMENTS
SECOND: The date of adoption of the amendment(s) was: Nov. 14, 200 7
SECOND: The date of adoption of the amendment(s) was:
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.
belen Harrison
Signstore of Chairman, Vice Chairman, President or other officer
HELEN HARRISON
Typed or printed name
PRESIDENT NOV. 14, 2007
Title Date

ARTICLE III: PURPOSE

This Article is amended as follows:

The purpose of the corporation is to save <u>and preserve</u> the <u>historic</u> Australian pines at Ft. Zachary Taylor in Key West.

This organization (Corporation) is organized exclusively for charitable, religious, educational, and scientific purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code of 1986, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under said code 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 (Corporation) 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, except as provided in section 501(h) of the Internal Revenue Code of 1986, and the organization shall not participate in, or intervene in any political campaign (including the publishing or distribution of statements) on behalf of or in opposition to any candidate for public office.

Notwithstanding any other provisions 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 of 1986, or corresponding section of any future federal tax code.

ARTICLE VIII: DISSOLUTION

This Article is amended as follows:

In the event of dissolution, the residual assets of the corporation will be turned over to one or more organizations which themselves are exempt organizations described in sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future law, or to the Federal, State or local government for exclusive public purpose.

Upon the dissolution and winding up of the organization (Corporation) after paying or adequately providing for the debts and obligations of the organization, the remaining

assets shall be distributed to a nonprofit fund, foundation, association, or corporation organized and operated exclusively for the purposes specified in section 501 (c) (3) of the Internal Revenue Code of 1986 and which has established its tax-exempt status under that section 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 so disposed shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the organization is then located, to such organization or organizations as said Court shall determine, and which are organized and operated exclusively for such purpose.