

05000006635

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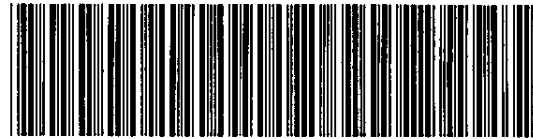
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TAMPA, FL 33602

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C. CARROTHERS

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A LIMITED LIABILITY COMPANY

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ALABAMA AND CALIFORNIA  
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\*\*\*\* ALSO ADMITTED IN VIRGINIA  
\*\*\*\*\* ALSO ADMITTED IN NEW YORK  
\*\*\*\*\* ALSO ADMITTED IN ALABAMA  
NEBRASKA AND SOUTH CAROLINA

\*\*\*\*\* (1960-2007)

† OF COUNSEL

‡ INCLUDING PROFESSIONAL CORPORATIONS

October 22, 2014

**VIA CERTIFIED MAIL 7011-0470-0001-5635-5269**

Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

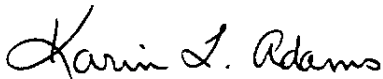
**RE: Articles of Amendment of The Templeton Foundation, Inc.**

Dear Sir or Madam:

We enclose the original and one copy of the Articles of Amendment of The Templeton Foundation, Inc. Also included is a check for \$35.00. Please file the original and date stamp and return the copy to us in the enclosed, self-addressed, postage-paid envelope.

Thank you for your assistance. Please contact us with any questions.

Sincerely,



Karin L. Adams, Paralegal  
Bird, Loechl, Brittain & McCants, LLC

Encl.

**COVER LETTER**

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: The Templeton Foundation, Inc.

DOCUMENT NUMBER: \_\_\_\_\_

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Jonathan T. McCants

(Name of Contact Person)

Bird, Loechl, Brittain & McCants, LLC

(Firm/ Company)

3414 Peachtree Rd, NE - Suite 1150

(Address)

Atlanta, GA 30326

(City/ State and Zip Code)

JMcCants@BirdLawFirm.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Jonathan T. McCants

(Name of Contact Person)

at ( 404 ) 264-9400

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

- |   |  |   |  |
|---|--|---|--|
| <input checked="" type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certified Copy<br>(Additional copy is<br>enclosed) | <input type="checkbox"/> \$52.50 Filing Fee<br>Certificate of Status<br>Certified Copy<br>(Additional Copy is<br>Enclosed) |
|---|--|---|--|

**Mailing Address**

Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address**

Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

FILED  
14 OCT 29 PM 12:01  
SEAL AND FILED  
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT  
TO ARTICLES OF INCORPORATION  
OF  
THE TEMPLETON FOUNDATION, INC.**

Pursuant to the provisions of Section 617.1006, Florida Statutes, **THE TEMPLETON FOUNDATION, INC.**, a Florida Not For Profit Corporation, hereby adopts the following Amendment to its Articles of Incorporation:

1. The Corporation's name is **THE TEMPLETON FOUNDATION, INC.**, a Florida Not for Profit Corporation, and the Document Number of the Corporation is N05000006635.
2. The following amendments to the Articles of Incorporation were unanimously adopted by the Members and Directors of the Corporation, which Articles shall be amended by deleting the current Article III and replacing it entirely by the following:

**ARTICLE III - PURPOSES**

This Corporation is organized exclusively for religious, charitable, educational, scientific, and literary purposes within the meaning of the Internal Revenue Code ("IRC") Section 501(c)(3), including but not limited to furthering the Gospel of Jesus Christ, providing assistance to the underprivileged or impoverished in need of clean water, food, clothing, education, health care, and community development, promoting strong families, encouraging patriotism and the defense of religious freedom, promoting Christian education, fostering an appreciation for and an understanding of the history of the United States of America and the moral and Christian principles upon which it was founded, and making distributions to or for the use of organizations exempt at the time under IRC Section 501(c)(3), or corresponding sections of any future federal tax code. Subject to the foregoing, the corporation shall have all powers authorized for a corporation formed under the Florida Not For Profit Corporation Act.

and further amending the Articles by adding Article XV, which shall provide as follows:

**ARTICLE XV – LIMITATION OF LIABILITY**

1. The personal liability is hereby eliminated entirely of any Member, officer or Director to the Corporation for monetary damages for breach of duty of care or other duty; provided that such provision shall not eliminate or limit the liability of an officer or Director: (i) For any appropriation, in violation of his duties, of any business opportunity of the Corporation; (ii) For acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of laws; (iii) For the types of liability set forth in Section 617.0834(1) of the Florida Statutes, as

amended; (iv) For any transaction from which the officer or Director derived an improper personal benefit; or (v) For any excise tax prescribed by Internal Revenue Code Sections 4940 through 4945 for which the individual is liable (including the corresponding provisions of any future United States internal revenue law, and not restricting the Corporation from providing insurance in connection with such excise taxes).

2. Such provision shall not eliminate or limit the liability of an officer or Director for any act or omission occurring prior to the date of these Restated Articles of Incorporation when such provision becomes effective.

3. Any repeal or modification of the provisions of this Article shall be prospective only, and shall not adversely affect any limitation on the personal liability of any Members, officer or Director of the Corporation with respect to any act or omission occurring prior to the effective date of such repeal or modification, and must be approved by 90% of the Members present at a duly noticed meeting with a quorum present. In the event of any amendment of the Florida Not For Profit Corporation Act to authorize the further elimination or limitation of liability of any Member, officer or Director, then the liability of such Member, officer or Director of the Corporation shall be limited to the fullest extent permitted by the amended Florida Not For Profit Corporation Act, in addition to the limitation on personal liability provided herein.

4. In the event that any provision of this article (including a clause) is held by a court of competent jurisdiction to be invalid, void, or otherwise unenforceable, the remaining provisions are severable and shall remain enforceable to the fullest extent permitted by law.

3. The Articles of Amendment shall be effective at the time of its filing with the Florida Department of State.

IN WITNESS WHEREOF, the undersigned has caused these Articles of Amendment to be executed on this 21st day of August, 2014.

**THE TEMPLETON FOUNDATION, INC.,**  
a Florida Not for Profit Corporation

By:   
Terry C. Templeton  
President & Chairman of the Board