### **Document Number Only**

# N05096

CT Corporation System  Requestor's Name 660 East Jefferson Street						
Address	lahassee, FL	32301	222-1092			
City	State	Zip	Phone			

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<b>CORPORATION(S)</b>	NAME
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Florida Inc.		
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#### ARTICLES OF AMENDMENT

#### 98 FEB 12 PM 3: 17 ARTICLES OF INCORPORATION

of

National Minority Supplier Development Council of Florida, Inc.

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned 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 Exhibit A SECOND: The date of adoption of the amendment(s) was: \_\_ THIRD: Adoption of Amendment (check one) 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 X the amendment. The amendment(s) was(were) adopted by the board of directors. National Minority Supplier Development Council of Florida, Inc. Corporation Name Vice Chairman, President or other officer

#### EXHIBIT A

## AMENDMENTS TO ARTICLES OF INCORPORATION OF NATIONAL MINORITY SUPPLIER DEVELOPMENT COUNCIL OF FLORIDA, INC.

1. ARTICLE III is hereby deleted and replaced with the following:

#### ARTICLE III

The corporation is organized exclusively for educational and charitable purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, including providing consultive, advisory and informational services, technical resources and other assistance to minority businesses and to regional and local minority purchasing groups.

2. A new ARTICLE XI is hereby added:

#### **ARTICLE XI**

- a. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, directors, 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 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 (or in opposition to) any candidate for public office.
- b. Notwithstanding any other provisions of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).
- c. Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable,

educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

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