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**COR AMND/RESTATE/CORRECT OR O/D RESIGN  
PATRICK & CHARLENE NEAL FOUNDATION, INC.**

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**ARTICLES OF AMENDMENT  
TO THE AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
PATRICK & CHARLENE NEAL FOUNDATION, INC.**

Pursuant to the provisions of Section 617.1006, Florida Statutes, the Articles of Incorporation of Patrick & Charlene Neal Foundation, Inc., a Florida not for profit corporation (the "**Corporation**"), formed on June 7, 2006, and assigned document number N06000006155, and as Amended and Restated effective January 10, 2024, are hereby further amended by striking Articles II and IX of the Amended and Restated Articles of Incorporation in their entirety and replacing in their stead the following:

**II.  
PURPOSES**

The purposes for which the Corporation is organized are exclusively religious, charitable, scientific, literary, and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding section of any United States Internal Revenue Law ("eligible organizations"), and which support and promote the values of Patrick K. Neal and Charlene J. Neal as set forth in the Mission Statement adopted by the Board and Members (the "**Mission Statement**"). Notwithstanding any other provision of these Articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code.

The general nature, objects, and purposes of the Corporation shall be to operate without profit and to accept and receive property of whatever kind, and wherever situate, received by it by gift, grant, purchase, devise, bequest, or in any lawful manner and to administer and distribute such property exclusively for religious, charitable, scientific, literary, educational, and other charitable purposes, including:

(a) To distribute property in accordance with the terms of gifts, bequests, or devises made to the Corporation which are not inconsistent with its purposes and Mission Statement; or

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(b) To modify any restriction or condition on the administration and distribution of funds for any specified purpose consistent herewith if in the sole judgment of the Board of Directors, such restriction or condition becomes, in effect, unnecessary, incapable of fulfillment, or inconsistent with the designated purposes of the Corporation.

In fulfillment of this charitable purpose, the Corporation shall make distributions and grants to organizations exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

The Corporation may also partner with federal, state or local government to the extent permissible under 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 Corporation shall inure to the benefit of or be distributable to its officers, directors, members, 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 herein. 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 provisions 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 Tax Code, or corresponding section of any future federal tax code.

The Corporation shall distribute its income for each tax year at such time and in such manner as not to become subject to the tax on undistributed income and posed by Section 4942 of the Internal Revenue Code. Any distributions exceeding the amount required by Section 4942 of the Internal Revenue Code must be approved unanimously by all of the directors of the Corporation. Further, the Corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code, nor retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code, nor make any investments in such manner as to incur tax liability under Section 4944 of the Internal Revenue Code, nor make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code or corresponding provision of any future United States Internal Revenue Law.

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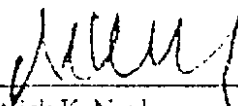
IX.  
DISTRIBUTION UPON DISSOLUTION

The Corporation shall distribute all of its assets for direct charitable purposes within twenty-five (25) years after the death of its founder, Patrick K. Neal. It is not the intent for the Corporation to continue into perpetuity.

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 for which this Corporation was organized as set forth in Article II herein, described in the Mission Statement, and which reflect the values of Patrick K. Neal and Charlene J. Neal, to such organization or organizations organized and operated exclusively for charitable 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, as amended, (or the corresponding provision of any future United States Internal Revenue Law) or an organization or organizations, contributions to which are deductible under Section 170(c)(1) or (2) of the Internal Revenue Law. Any such assets not disposed of by the Directors shall be disposed of 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 such court shall determine, which are organized and operated exclusively for such purposes.

This Amendment contains amendments to the Amended and Restated Articles of Incorporation which required approval of the Board of Directors of the Corporation with consent of the Members of the Corporation. The date of adoption of the amendments was February 6, 2024, and the votes cast by the Directors and Members were sufficient for approval.

IN WITNESS WHEREOF, the President has executed these Articles of Amendment this 6th day February, 2024.

  
\_\_\_\_\_  
Patrick K. Neal  
As its President