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TRENAM, KEMKER

No. 9555

**N08000000099**

Florida Department of State  
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**COR AMND/RESTATE/CORRECT OR O/D RESIGN**

**FUENTE FAMILY FOUNDATION, INC.**

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**ARTICLES OF AMENDMENT  
TO THE ARTICLES OF INCORPORATION  
OF  
FUENTE FAMILY FOUNDATION, INC.**

FUENTE FAMILY FOUNDATION, INC., a corporation not for profit organized and existing under the laws of the State of Florida (the "Corporation"), in order to amend its Articles of Incorporation as now in effect (the "Articles of Incorporation"), in accordance with the requirements of Section 617.1006, Florida Statutes, does hereby certify as follows:

1. The name of the Corporation is FUENTE FAMILY FOUNDATION, INC., and its Document Number with the Florida Department of State is N08000000099.

2. The amendment being effected hereby (the "Amendment") was duly adopted and approved by the Directors of the Corporation by written consent on January 23, 2008, which consent was sufficient for approval of the Amendment, such consent described the action taken and was duly and timely delivered to the Corporation by delivery to its corporate secretary. The Corporation does not have any members.

3. These Articles of Amendment to the Articles of Incorporation of FUENTE FAMILY FOUNDATION, INC. (these "Articles of Amendment") shall be effective upon filing hereof with the Department of State of the State of Florida.

4. The Articles of Incorporation are hereby amended by deleting Article IV thereof, and in its place and stead substituting the following:

\* \* \* \* \*

**ARTICLE IV**

**Powers**

(a) This corporation shall have and exercise all powers necessary or convenient to effect any and all of the charitable, religious, scientific, and educational purposes for which this corporation is organized.

(b) This corporation shall neither have nor exercise any power, nor shall it engage directly or indirectly in any activity, that would invalidate its status:

(1) As a corporation that is exempt from federal income taxation as an organization described in Section 501(c)(3) of the Code; or

(2) As a corporation contributions to which are deductible under Section 170(c)(2) of the Code.

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(c) Notwithstanding any other provision of these Articles of Incorporation, all of this corporation's income for each of its taxable years shall be distributed at such time and in such manner as will not subject this corporation to tax under Section 4942 of the Code.

(d) Notwithstanding any other provision of these Articles of Incorporation, this corporation shall not:

- (1) Engage in any act of self-dealing (as defined in Section 4941(d) of the Code);
- (2) Retain any excess business holdings (as defined in Section 4943(c) of the Code);
- (3) Make any investments in such manner as to subject this corporation to tax under Section 4944 of the Code; or
- (4) Make any taxable expenditures (as defined in Section 4945(d) of the Code).

\* \* \* \* \*

5. Any reference in the Amendment to "these Articles of Incorporation" or any other reference of similar import shall be deemed a reference to the Articles of Incorporation as amended by the Amendment.

IN WITNESS WHEREOF, the undersigned officer of the Corporation has executed these Articles of Amendment to the Articles of Incorporation of FUENTE FAMILY FOUNDATION, INC. on the 24 day of January, 2008.

FUENTE FAMILY FOUNDATION,  
a Florida corporation not for profit

By: Carlos A. Fuente  
Carlos A. Fuente, President

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