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Florida Department of State
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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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7-3-13

ARTICLES OF AMENDMENT
TO
AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
TECHNOLOGY FOUNDATION OF THE AMERICAS, INC.
(a Florida Not-for Profit Corporation)
Document Number N12000005991

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SECRETARY OF STATE
CALLAHAN/STAFF/FLORIDA

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: The following amendment to the Articles of Incorporation was adopted:

Article IV is deleted in its entirety and replaced as follows:

ARTICLE IV – Limitations; Distributions on Dissolution

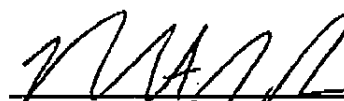
1. No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its trustees, directors, officers, members or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article V hereof. Notwithstanding any other provisions of these Articles of Incorporation, the Corporation shall not conduct or carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(6) of the Code, or corresponding section of any future federal tax code, or (b) by a corporation not for profit organized under Florida law.

2. Upon the dissolution of the Corporation, all of the remaining assets and property of the Corporation shall, after necessary expenses thereof, be distributed by the Board of Directors to one or more exempt organizations which are organized within the meaning of Section 501(c)(6) of the Code, 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 proper public purposes. Any such assets not so disposed of shall be disposed of by a Florida 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 said court shall determine, which are organized and operated exclusively for such purposes.

SECOND: The date of adoption of the amendment was effective as of June 27, 2013.

THIRD: There are no members entitled to vote on the amendment. The amendment was adopted by the Board of Directors.

Dated as of the 2nd day of July, 2013.


Robert J. Robes, Authorized Signatory