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**COR AMND/RESTATE/CORRECT OR O/D RESIGN  
DR. LOUIS J. SCALA MEMORIAL FOUNDATION, INC.**

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**ARTICLES OF AMENDMENT  
TO THE  
ARTICLES OF INCORPORATION  
OF**

**DR. LOUIS J. SCALA MEMORIAL FOUNDATION, INC.**

Dr. Louis J. Scala Memorial Foundation, Inc. (the "Corporation"), a Florida corporation-not-for-profit, organized and existing under the laws of the State of Florida pursuant to Articles of Incorporation filed on August 10, 2016 and having no members, adopts the following amendments to its Articles of Incorporation, as of the 4<sup>th</sup> day of November 2016, pursuant to the unanimous written action of all of the Directors of the Corporation in lieu of a meeting:

**RESOLVED**, that Article 7 of the Articles of Incorporation filed with the Secretary of State of the State of Florida be amended to read in its entirety as hereinafter set forth:

"Article 7 – Officers

The officers of the Corporation shall be a President, Secretary and Treasurer, and such other officers as may be provided by Bylaws adopted for the Corporation. Officers shall be elected by the Board of Directors in the manner set forth in Bylaws adopted for the Corporation; provided that the initial officers shall be as follows:

President	Anthony Giordano 3208 Chiquita Boulevard S. Cape Coral, Florida 33914
Secretary	Josephine Giordano 3208 Chiquita Boulevard S. Cape Coral, Florida 33914
Treasurer	Michael A. Giordano 3208 Chiquita Boulevard S. Cape Coral, Florida 33914"

TALLAHASSEE, FLORIDA

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**RESOLVED**, that Article 8 of the Articles of Incorporation filed with the Secretary of State of the State of Florida be amended to read in its entirety as hereinafter set forth:

**"Article 8 – Directors**

The affairs of the Corporation shall be managed by a Board of Directors, members of which shall be elected in accordance with Bylaws adopted for the Corporation. The number of members of the Board of Directors shall be fixed as set forth in Bylaws adopted for the Corporation; provided, however, the Corporation shall never have less than three (3) members of the Board of Directors. The first Board of Directors, who shall serve until their successors are duly elected and qualified, shall be as follows:

Anthony Giordano  
3208 Chiquita Boulevard S.  
Cape Coral, Florida 33914

Raymond Masciana  
3208 Chiquita Boulevard S.  
Cape Coral, Florida 33914

Justin Tomborello  
3208 Chiquita Boulevard S.  
Cape Coral, Florida 33914"

WHEREUPON, at Fort Myers, Florida, this 4<sup>th</sup> day of November 2016, the Corporation hereby certifies accordingly that, on the filing hereof, the Articles of Incorporation shall be deemed amended accordingly.

Dr. Louis J. Scala Memorial Foundation, Inc., a Florida corporation not-for profit

By: \_\_\_\_\_

  
Kevin A. Kyle, Authorized Representative