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Office Use Only

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: GROVES FAMILY FOUNDATION' INC.

DOCUMENT NUMBER: N16000007946

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

GRAHAM GROVES

(Name of Contact Person)

GROVES FAMILY FOUNDATION INC.

(Firm/ Company)

2525 PONCE DE LEON BLVD, SUITE 300

(Address)

CORAL GABLES, FL 33134

(City/ State and Zip Code)

GGTAINO@AOL.COM

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

ELYSA M. LANKRI

(305)

921-9421

at

(Name of Contact Person)

(Area Code)

(Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

☒ \$35 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☐ \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

☐ \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy is
Enclosed)

Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Articles of Amendment
to
Articles of Incorporation
of

GROVES FAMILY FOUNDATION INC.

(Name of Corporation as currently filed with the Florida Dept. of State)

N16000007946

(Document Number of Corporation (if known))

Pursuant to the provisions of section 617.1006, Florida Statutes, this *Florida Not For Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

N/A

The new name must be distinguishable and contain the word "corporation" or "incorporated" or the abbreviation "Corp." or "Inc." "Company" or "Co." may not be used in the name.

B. Enter new principal office address, if applicable:

(Principal office address MUST BE A STREET ADDRESS)

N/A

C. Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

N/A

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent:

N/A

(Florida street address)

New Registered Office Address:

N/A

(City)

, Florida

(Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Signature of New Registered Agent, if changing

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

Please note the officer/director title by the first letter of the office title:

P = President; V= Vice President; T= Treasurer; S= Secretary; D= Director; TR= Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change, Mike Jones leaves the corporation. Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example:

☒ Change	<u>PT</u>	<u>John Doe</u>
☒ Remove	<u>V</u>	<u>Mike Jones</u>
☒ Add	<u>SV</u>	<u>Sally Smith</u>

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) ☒ Change	<u>PTD</u>	<u>GRAHAM GROVES</u>	<u>700 BILTMORE WAY, UNIT 909</u>
☐ Add			<u>CORAL GABLES, FL 33134</u>
☐ Remove			
2) ☒ Change	<u>SD</u>	<u>MARGARET M GROVES</u>	<u>700 BILTMORE WAY, UNIT 909</u>
☐ Add			<u>CORAL GABLES, FL 33134</u>
☐ Remove			
3) ☒ Change	<u>VD</u>	<u>GENE GROVES</u>	<u>429 NORTH SALEM ROAD</u>
☐ Add			<u>RIDGEFIELD, CT 06877</u>
☐ Remove			
4) ☒ Change	<u>VD</u>	<u>GAYLE GROVES CAMPBELL</u>	<u>114 5 MILE RIVER ROAD</u>
☐ Add			<u>DARIEN, CT 06820</u>
☐ Remove			
5) ☐ Change	<u> </u>	<u> </u>	<u> </u>
☐ Add			<u> </u>
☐ Remove			<u> </u>
6) ☐ Change	<u> </u>	<u> </u>	<u> </u>
☐ Add			<u> </u>
☐ Remove			<u> </u>

E. If amending or adding additional Articles, enter change(s) here:
(attach additional sheets, if necessary). (Be specific)

SEE ATTACHMENT.

This image shows a single sheet of white paper with horizontal ruling lines. The lines are evenly spaced and run across the width of the page. There are no margins, text, or other markings on the paper.

GROVES FAMILY FOUNDATION INC.
DOCUMENT NUMBER: N16000007946

ATTACHMENT TO ARTICLES OF AMENDMENT

AMEND AND REPLACE ARTICLE III WITH THE FOLLOWING:

The Foundation is a non-profit corporation and shall operate exclusively for educational and charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future federal tax code (the "Code"). No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, the corporation's members (if any), directors, officers or other private persons. The corporation will distribute its income for each tax year at a time and in a manner as not to become subject to the tax on undistributed income as imposed by Code section 4942. The corporation will not engage in any act of self-dealing as defined in Code section 4941(d). The corporation will not retain any excess business holdings as defined in Code section 4943(c). The corporation will not make any investments in any manner as to subject it to tax under Code section 4944. The corporation will not make any taxable expenditures as defined in Code section 4945(d). 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 distributing of statements), any political campaign on behalf of, or in opposition to, any candidate for public office. All assets of the corporation are dedicated to educational purposes and, upon dissolution of the corporation, shall only be distributed for one or more exempt purposes within the meaning of Code section 501(c)(3) or shall be distributed to a federal, state or local government for a public purpose. Any such assets not so disposed of shall be disposed of by the court of appropriate jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such Code section 501(c)(3) exempt purposes or to such governments as that court shall determine that are organized and operated exclusively for such Code section 501(c)(3) exempt or public purposes.

The date of each amendment(s) adoption: _____, if other than the date this document was signed.

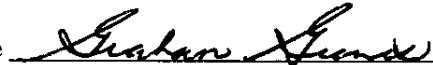
Effective date if applicable: _____
(no more than 90 days after amendment file date)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

Adoption of Amendment(s) (CHECK ONE)

- ☐ The amendment(s) was/were adopted by the members and the number of votes cast for the amendment(s) was/were sufficient for approval.
- ☒ There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated 2-23-17

Signature 
(By the chairman or vice chairman of the board, president or other officer-if directors have not been selected, by an incorporator – if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

GRAHAM GROVES

(Typed or printed name of person signing)

DIRECTOR

(Title of person signing)