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**COR AMND/RESTATE/CORRECT OR O/D RESIGN
SHELDON AND SUSAN SIEGEL CHILDREN'S FOUNDATION, INC.**

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Page Count	03
Estimated Charge	\$43.75

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
SHELDON AND SUSAN SIEGEL CHILDREN'S FOUNDATION, INC.

1. The Articles of Incorporation of SHELDON AND SUSAN SIEGEL CHILDREN'S FOUNDATION, INC., Document Number N17000012444, were filed on December 15, 2017.

2. Article III of the Articles of Incorporation of SHELDON AND SUSAN SIEGEL CHILDREN'S FOUNDATION, INC. is hereby amended to read as follows:

"ARTICLE III

The corporation is organized on a non-stock basis exclusively for charitable, scientific, literary, religious, and educational purposes set forth in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended and hereafter amended (the "Code"), without regard to race, color or creed, and the Corporation shall have such powers as are necessary or proper to accomplish such purposes. These purposes shall include promoting awareness and educating the public on the effect on children of impairments such as diabetes, deafness, spinal injuries and related physical impairments which affects a child's mobility, as well as awareness of the causes and effects on children of terminal illness. Additional purposes include assisting children who suffer from any such diseases and/or handicaps, including the funding of research in such areas and the support of organizations qualified under Code Section 501(c)(3) that assist children with these impairments and their families. Notwithstanding any other provision of these articles, the Corporation shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Code Section 501(c)(3), (b) by a corporation, contributions to which are deductible under Code Section 170(c)(2), or (c) by a not for profit corporation organized under the laws of the State of Florida pursuant to Chapter 617, Florida Statutes. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, the Corporation's members, directors, officers, 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 contributions in

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furtherance of the purposes set forth in this article. 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. The Corporation, during any period when it is a "private foundation" under Code Section 509(a), shall not (1) engage in any act of self-dealing as defined in Code Section 4941(d) which would give rise to any liability for the tax imposed by Code Section 4941(a), (2) retain any excess business holdings as defined in Code Section 4943(c) which would give rise to any liability for the tax imposed by Code Section 4943(a), (3) make any investment which would jeopardize the carrying out of any of its exempt purposes, within the meaning of Code Section 4944 so as to give rise to any liability for the tax imposed by Code Section 4944, (4) make any taxable expenditures as defined in Code Section 4945(d) which would give rise to any liability for the tax imposed by Code Section 4945(a), or (5) fail to distribute, for the purposes specified in these articles, for each taxable year amounts at least sufficient to avoid liability for the tax imposed by Code Section 4942(a)."

3. Article IV of the Articles of Incorporation of SHELDON AND SUSAN SIEGEL CHILDREN'S FOUNDATION, INC. is hereby amended to read as follows:

"ARTICLE IV

IAN M. BERKOWITZ, JOSHUA H. BERKOWITZ, and KENNETH ROSENBERG shall be the initial voting members of the Corporation. Additional voting and nonvoting members may be added from time to time by a majority vote of the voting members. If at any time, by reason of death, resignation, renunciation, incapacity, or otherwise, the Corporation has no voting member, all then serving nonvoting members shall become voting members, and if there are no nonvoting members, the appointment of one voting member shall be immediately undertaken by the Board of Directors. Members may be removed as members only by majority vote of the voting members. Subject to the foregoing limitations, the provision for qualification of members, classes of members, and the manner of their admission shall be provided in the by-laws."

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4. A new Article VII is added to the Articles of Incorporation of SHELDON AND SUSAN SIEGEL CHILDREN'S FOUNDATION, INC., to read as follows:

"ARTICLE VII

In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations which themselves are exempt organizations described in Code Sections 501(c)(3) and 170(c)(2) or corresponding sections of any prior or future law, or to the federal, state, or local government for exclusively public purposes."

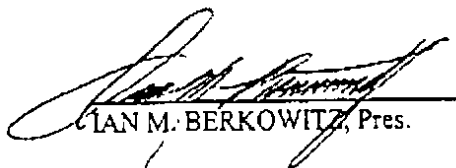
5. A new Article VII is added to the Articles of Incorporation of SHELDON AND SUSAN SIEGEL CHILDREN'S FOUNDATION, INC., to read as follows:

"ARTICLE VIII

The Board of Directors of this corporation may provide such by-laws for the conduct of its business and the carrying out of its purpose as they may deem necessary from time to time. Upon proper notice the by-laws may be amended, altered or rescinded by a majority vote of those directors present at a regular meeting or any special meeting called for that purpose. These Articles of Incorporation may be amended only by unanimous approval of the voting members."

4. The foregoing amendment was adopted by the Voting Members and Board of Directors of this Corporation on March 26, 2020, and the number of votes cast for the amendment was sufficient for approval.

IN WITNESS WHEREOF, the undersigned President of this Corporation has executed these Articles of Amendment this 27th day of March, 2020.


IAN M. BERKOWITZ, Pres.

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