

N20644

(Requestor's Name)

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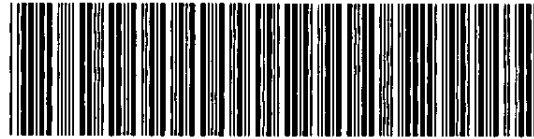
(Business Entity Name)

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Restated
Articles & Name
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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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TALLAHASSEE, FLORIDA

DR
3/27/12

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: The James Madison Institute - A Foundation for Florida's Future Inc

DOCUMENT NUMBER: N20644

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

Please return all correspondence concerning this matter to the following:

Laura P. Ward
(Name of Contact Person)

The James Madison Institute
(Firm/ Company)

2017 Delta Blvd Suite 102
(Address)

Tallahassee, FL 32303
(City/ State and Zip Code)

laura @ james madison . org
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Laura P Ward at (850) 386-3131
(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:

- | | | | |
|--|---|---|--|
| <input type="checkbox"/> \$35 Filing Fee | <input checked="" type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | <input type="checkbox"/> \$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

RESTATED ARTICLES OF INCORPORATION

AMENDING ARTICLES OF

FUTURE, INC.

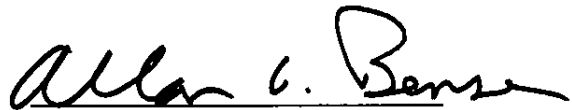
Pursuant to the provisions of Florida Statutes, Chapter 617, the Florida Not For Profit

Corporation Act, the Board of Directors of THE JAMES MADISON INSTITUTE - A FOUNDATION FOR FLORIDA'S FUTURE, INC., hereby adopts the following restated Articles of Incorporation.

1. The name of the Corporation becomes THE JAMES MADISON INSTITUTE FOR PUBLIC POLICY STUDIES, INC.
2. The following and attached restated Articles of Incorporation supersede and replace all Articles of Incorporation and amendments thereto currently on file with the Florida Secretary of State.
3. The restated Articles of Incorporation require no member approval.

The foregoing, together with the attached Articles is hereby approved and adopted by the Board of Directors, pursuant to lawful authority, on this 15th day of March, 2012.

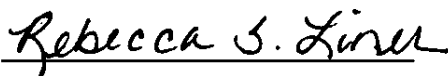
THE JAMES MADISON INSTITUTE - A FOUNDATION FOR FLORIDA'S FUTURE



CHAIRMAN

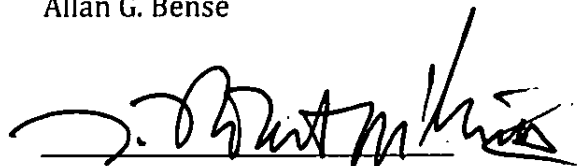
Allan G. Bense

ATTEST:



SECRETARY

Rebecca S. Liner



PRESIDENT

J. Robert McClure III

FILED

2012 MAR 27 PM 1:48

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RESTATED
ARTICLES OF INCORPORATION
OF
THE JAMES MADISON INSTITUTE — A FOUNDATION FOR FLORIDA'S
FUTURE, INC.

ARTICLE I

CORPORATE NAME

The name of this Corporation is THE JAMES MADISON INSTITUTE FOR PUBLIC
POLICY STUDIES, INC.

ARTICLE II

CORPORATE NATURE

This is a nonprofit corporation, organized for all lawful purposes allowed pursuant to
the Florida Not For Profit Corporation Act set forth in chapter 617 of the Florida
Statutes, which shall have perpetual existence.

ARTICLE III

OFFICE

The street address of the Corporation's registered office is 100 N. Duval Street,
Tallahassee, Florida 32301. The mailing address is Post Office Box 37460,
Tallahassee, Florida 32315.

ARTICLE IV

PURPOSE OF INCORPORATION

The purpose for which this Corporation is organized is to perform scholarly research
and produce scholarly works for publication and for lectures in the educational arena
of public policy. As the name implies, the corporate goal is to explore the timeless

validity of an economy founded on principals of free enterprise and a society freely committed to traditional values, the rule of law and individual liberty coupled with individual responsibility.

The Corporation, in pursuit of the foregoing, is committed to educational and related purposes well within the scope of Section 501(c) (3) of the Internal Revenue Code of 1986, as amended.

ARTICLE V

MANAGEMENT OF CORPORATE AFFAIRS – BOARD OF DIRECTORS AND OFFICERS

(A) BOARD OF DIRECTORS . The Corporation shall be governed by a Board of Directors which may consist of twenty-five (25) unless increased or decreased by formal resolution of the Board of Directors except that the number shall not be less than three (3) directors. The Board of Directors may establish, amend or abolish classes of membership and define the qualification of each and shall provide for terms of office and method of election of Directors and Officers.

(B) CORPORATE OFFICERS. The Board of Directors shall elect the following officers: Chairman, President and Chief Executive Officer, Vice Chairman, Secretary and a Treasurer, together with such other officers as the by-laws may authorize.

ARTICLE VI

DESIGNATED CORPORATE POWERS

The Corporation is prohibited from lobbying, engaging in partisan politics and from any political activity prohibited by Section 501 (c) (3) of the Internal Revenue Code, as amended.

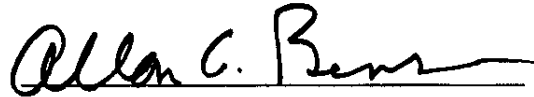
The Corporation is empowered to have and perform pursuant to Section 617.0302, Florida Statutes.

ARTICLE VII

AMENDMENT OF ARTICLES AND OF BY-LAWS

As amendment to these Articles Of Incorporation or an amendment to the By-Laws of this Corporation may be adopted at a meeting of the Board of Directors by a majority of the Directors then in office.

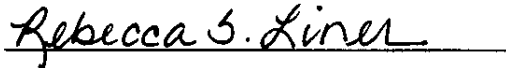
The undersigned Officers of this Corporation, pursuant to directive of the Board of Directors thereof, have executed these Articles of Incorporation on this 15th day of March, 2012.



CHAIRMAN

Allan G. Bense

ATTEST:



SECRETARY

Becky S. Liner



PRESIDENT

J. Robert McClure III

Articles of Amendment
to
Articles of Incorporation
of

The James Madison Institute - A Foundation For Florida's Future, Inc.
(Name of Corporation as currently filed with the Florida Dept. of State)

N20644

(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:

The James Madison Institute For Public Policy Studies, Inc. 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)

100 N. Duval Street
Tallahassee, FL 32301

C. Enter new mailing address, if applicable:
(Mailing address MAY BE A POST OFFICE BOX)

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: _____

(Florida street address)

New Registered Office Address:

_____, Florida _____
(City) (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

(Attach additional sheets, if necessary)

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.

Example:

1) _____ Change _____ Add _____ Remove	_____	_____	_____	_____	_____
2) _____ Change _____ Add _____ Remove	_____	_____	_____	_____	_____
3) _____ Change _____ Add _____ Remove	_____	_____	_____	_____	_____
4) _____ Change _____ Add _____ Remove	_____	_____	_____	_____	_____
5) _____ Change _____ Add _____ Remove	_____	_____	_____	_____	_____
6) _____ Change _____ Add _____ Remove	_____	_____	_____	_____	_____

[illegible]

The date of each amendment(s) adoption: March 15, 2012

Effective date if applicable: March 15, 2012
(no more than 90 days after amendment file date)

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 3/27/12

Signature [Handwritten 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)

J. Robert McClure III
(Typed or printed name of person signing)

President / CEO
(Title of person signing)