

N27526

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November 26, 1997

Certified Mail

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*****35.00 *****35.00

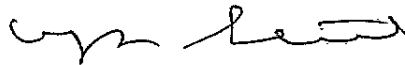
Secretary of State
P.O. Box 6327
Tallahassee, Fl. 32314

Re: JOHN R. AND MATILDE F. LINDERS FOUNDATION, INC.

Gentlemen:

Enclosed please find ARTICLES OF AMENDMENT to the Articles of Incorporation of the JOHN R. AND MATILDE F. LINDERS FOUNDATION, INC., a nonprofit corporation, along with our check in the amount of \$35.00 for the filing fee.

Very truly yours,



WAYNE F. SEITL

WFS/pc
Enclosure

FILED
97 DEC 24 PM 3:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend
WFS 12-30-97

~~*789,564,1040,671*~~



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 11, 1997

Wayne F. Seidl, Esquire
240 N. Washington Blvd.
Suite 500
Sarasota, FL 34236

SUBJECT: THE JOHN R. & MATILDE F. LINDERS FOUNDATION, INC.
Ref. Number: N27526

We have received your document for THE JOHN R. & MATILDE F. LINDERS FOUNDATION, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

If there are MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) the date of adoption of the amendment by the members and (2) a statement that the number of votes cast for the amendment was sufficient for approval.

If there are NO MEMBERS OR MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

Please correct your document to reflect that it is filed pursuant to the correct statute number.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6910.

Louise Flemming-Jackson
Corporate Specialist Supervisor

Letter Number: 797A00058412

WOOD & SEITL, P.A.

ATTORNEYS AT LAW

JOHN R. WOOD
WAYNE F. SEITL

240 NORTH WASHINGTON BLVD.
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PHONE (941) 954-5772
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December 19, 1997

CERTIFIED MAIL

Florida Department of State
ATTN: Louise Flemming-Jackson
Division of Corporations
P.O. Box 6327
Tallahassee, Fl. 32314

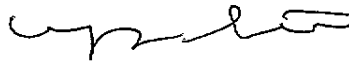
Re: THE JOHN R. & MATILDE F. LINDERS FOUNDATION, INC.
REF. NUMBER: N27526

Dear Ms. Flemming-Jackson:

Enclosed is the corrected Articles of Amendment to be filed
along with a copy of your letter of instruction.

Please file these as soon as possible.

Very truly yours,



WAYNE F. SEITL

WFS/pc
Enclosure
cc: John Linders

ARTICLES OF AMENDMENT

FILED

97 DEC 24 PM 3:04

The undersigned authorities, acting as the President and Secretary of THE JOHN R. AND MATILDE F. LINDERS FOUNDATION, INC., a Florida nonprofit corporation and pursuant to Chap. 617.1002(1)(b) (Fla. Stat.), hereby adopt the following Articles of Amendment for the Corporation, and would state as follows:

1. ARTICLE IX is hereby changed by the addition of the following language:

"Upon the time that neither JOHN R. LINDERS nor JEAN VOGELE are acting as President, the Foundation shall cease to exist and all funds shall be distributed to THE COMMUNITY FOUNDATION OF SARASOTA COUNTY, INC. to create the JOHN R. LINDERS and MATILDE F. LINDERS Memorial Fund. Provided, that this distribution does not violate the Internal Revenue Code and Paragraph (b) of ARTICLE II above.

This provision may not be changed except for the approval of JOHN R. LINDERS and the Board".

2. All other portions of the Articles of Incorporation of the corporation, not specifically modified or amended herein, are hereby authorized to continue in full force and effect.

3. This Amendment was adopted by the Directors on September 28, 1996, the number of votes cast for the Amendment was sufficient for approval, and there were no members entitled to vote on the Amendment.

IN WITNESS WHEREOF, the undersigned, as the President and Secretary of this Corporation, have executed these Articles of Amendment.

John R. Linders
President

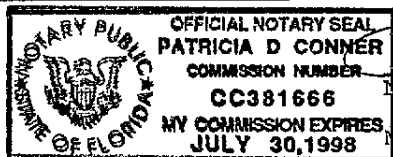
Jean J. Vogeles
Secretary

STATE OF FLORIDA

COUNTY OF SARASOTA

Before me, the undersigned authority personally appeared JOHN R. LINDERS and JEAN J. VOGELE to me personally known or who provided _____ as identification as the president and secretary, respectively of the above-mentioned corporation, who executed the foregoing Articles of Amendment, and they acknowledged before me, according to the laws of the State of Florida, that they made and subscribed the same for the purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 19th of December, 1997.



Patricia D. Conner
NOTARY PUBLIC

My Commission expires: