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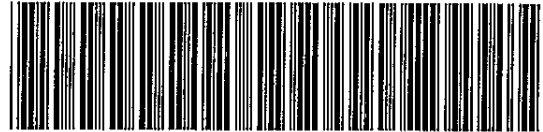
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December 9, 2002

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VIA OVERNIGHT MAIL

Florida Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

**Re: The Foundation for Social Justice, Inc.
Our File No. 9436.001**

Dear Sir or Madame:

Enclosed please find Articles of Amendment to the Articles of Incorporation for the above-referenced Florida not-for-profit corporation, for filing. Also enclosed is our firm's check in the amount of \$43.75 for the following fees:

Amendment filing fee	\$35.00
Certified copy fee	\$8.75.

We are also a return envelope for the certified copy, for your convenience.

If you have any questions or problems, please do not hesitate to contact me.

Sincerely yours,


Charles D. Rubin

CDR/wp
Enc.

cc: John Fast (w/ enc.)
Irving Goldstein (w/ enc.)
Tom Ruffin (w/o enc.)

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
THE FOUNDATION FOR SOCIAL JUSTICE, INC.
(a corporation not for profit)**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA


1. The Articles of Incorporation of THE FOUNDATION FOR SOCIAL JUSTICE, INC. are hereby amended to insert a new ARTICLE X, to read as follows:

"ARTICLE X

The corporation, during any period when it is a "private foundation" under Internal Revenue Code Section 509(a), (1) shall 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 imposed by Internal Revenue Code Section 4942 or the corresponding section of any future federal tax code, (2) shall not engage in any act of self-dealing as defined in Internal Revenue Code Section 4941(d) or the corresponding section of any future federal tax code, (3) shall not retain any excess business holdings as defined in Internal Revenue Code Section 4943(c), or the corresponding section of any future federal tax code, (4) shall not make any investments in a manner as to subject it to tax under Internal Revenue Code Section 4944, or the corresponding section of any future federal tax code, and (5) shall not make any taxable expenditures as defined in Internal Revenue Code Section 4945(d) or the corresponding section of any future federal tax code."

2. The foregoing amendment was adopted by the approval of the Board of Directors and all of the Members of this Corporation on December 6, 2002. All Directors and Members unanimously voted in favor of the foregoing amendment and the number of votes cast for this amendment by each was sufficient for approval by such persons."

IN WITNESS WHEREOF, the undersigned President and Secretary of this Corporation have executed these Articles of Amendment this 9 day of December, 2002.



JOHN S. FAST, President & Secretary