

N96000000859



THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 493789 169624A

AUTHORIZATION :

*Patricia Pappas*

COST LIMIT : \$ 35.00

ORDER DATE : August 12, 1997

ORDER TIME : 11:45 AM

ORDER NO. : 493789-010

CUSTOMER NO: 169624A

500002264905--2

CUSTOMER: Ms. Joan C. Zaks  
Buckingham Doolittle &  
5551 Ridgewood Drive

Naples, FL 33963

*Amend*

DOMESTIC AMENDMENT FILING

NAME: THE CHALLENGE FOUNDATION, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT  
RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY  
XX PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Lori R. Dunlap

EXAMINER'S INITIALS:

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

97 AUG 12 PM 2:48

FILED

SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

97 AUG 12 PM 12:22

RECEIVED

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
THE CHALLENGE FOUNDATION, INC.

FILED  
97 AUG 12 PM 2:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1. The name of the Corporation is THE CHALLENGE FOUNDATION, INC.
2. The Articles of Incorporation of the Corporation are hereby amended as follows.

By deleting Article THIRD thereof and inserting in its place and stead the following:

**THIRD:** The specific purpose of the corporation is to raise and distribute funds to publicly supported tax-exempt organizations, principally local charities in the region of Naples, Florida and youth-oriented groups. The corporation shall not carry on, other than as an insubstantial part of its activities, activities which are not in furtherance of one or more charitable purposes. The said corporation is organized exclusively for charitable, religious, educational and scientific purposes, including for such purposes, the making of distributions to organizations under section 501(c)(3) of the Internal Revenue Code (or the corresponding section of any future Federal tax code).

By deleting Article SEVENTH thereof and inserting in its place and stead the following:

**SEVENTH:** Upon the dissolution of this corporation assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future Federal tax code, or shall be distributed to the Federal government or to a state or local government for a public purpose.

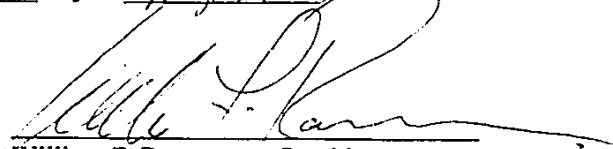
By adding the following Article EIGHTH:

**EIGHTH:** No part of the net earnings of the corporation shall inure to the benefit of, or be distributed to its members, trustees, 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 distributions in furtherance of section 501(c)(3) purposes. 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 or in opposition to any candidate for public office.

Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code (or corresponding section of any future Federal tax code) or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code (or corresponding section of any future Federal tax code).

3. There are no members entitled to vote. The within amendment was adopted by unanimous vote of the directors of the Corporation on August 8, 1997.

IN WITNESS WHEREOF, the undersigned, being the President of the corporation, has executed these Articles of Amendment as of the 8<sup>th</sup> day of August, 1997.

  
William F. Rasmussen, President