

N96000002447

CAPITAL CONNECTION, INC.

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(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Ruskin Place Artists' Guild
Inc)

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Amend

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ARTICLES OF AMENDMENT
OF
RUSKIN PLACE ARTISTS' GUILD, INC.

Pursuant to Florida Statutes Chapter 617, this Corporation submits these Articles of Amendment.

FIRST: The name of the Corporation is RUSKIN PLACE ARTISTS' GUILD, INC.

SECOND: The Articles of Incorporation shall be amended to change Section 7.1 - Purpose and Powers of the Corporation, of Article VII, to read as follows:

Section 7.1 - Purpose and Powers of the Corporation. Ruskin Place Artists' Guild, Inc. is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization 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. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization 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 any organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Upon the dissolution of the organization, 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. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

THIRD: This Amendment to the Articles of Incorporation was adopted on September 16, 1998.

FOURTH: The number of votes cast by the members for amendment was sufficient for approval.

Signed this 1st day of October, 1998.

A handwritten signature in cursive script that reads "Judith Proctor". The signature is written in dark ink and is positioned above the printed name and title.

JUDITH PROCTOR

Treasurer/Director