5 Acksony City/State/Z	Address    1	Office Use Only  (if known):
1. SANCAP		
		ertificate of Status
NEW FILINGS	AMENDMENTS	<u></u>
Profit	Amendment	TANK TO R
NonProfit	Resignation of R.A., Officer/Director	要用の
Limited Liability	Change of Registered Agent	CEIVED N 12 PM 3
Domestication	Dissolution/Withdrawal	星田
Other	Merger	3 50 D
OTHER FILINGS  Annual Report	REGISTRATION	
Fictitious Name	Foreign	
Name Reservation	Limited Partnership	
	Reinstatement (1)	
	Trademark	_
,	Other	
	_	

Examiner's Initials

## ARTICLES OF AMENDMENT

to

# ARTICLES OF INCORPORATION

of



Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment to its articles of incorporation.

FIRST:

Amendment(s) adopted: (INDICATE ARTICLE NUMBER(s) BEING AMENDED, ADDED OR DELETED.)

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SECOND:		The date of adoption of the amendment(s) was: 5/11/97
THIRD:		Adoption of Amendment (CHECK ONE)
	X	The amendment(s) was(were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.
		There are no members or members entitled to vote on the amendment. The amendment(s) was(were) adopted by the board of directors.
		Corporation Name
		ignature of Chairman, Vice Chairman, President or other officer
		Typed or printed name

Title

#### ARTICLES OF INCORPORATION

**OF** 

#### BARCAP OF FLORIDA, INC.

A Non-profit Corporation

### ARTICLE V. INCOME DISTRIBUTION AS AMENDED

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 an 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.

MINUTES OF SPECIAL MEETING - BARCAP OF FLORIDA, INC.

This special meeting is called after due notice to the Trustees is being held at 2:00 p.m. in

Barcap offices at 51 Nitram Avenue, Jacksonville, Florida. Present for the meeting are Trustees

Rex Morgan and Fred Litchward, this representing a two-thirds (2/3) majority of the Trustees.

The meeting was open for business.

At this time, Mr. Morgan read a letter from the Internal Revenue Service indicating that

the corporate status as a nonprofit corporation was in jeopardy if Article V of the articles of

incorporation is not amended to meet the requirements of the Internal Revenue Services corp-

oration to maintain the status of a nonprofit corporation. Both Trustees unanimously agreed

that Article V should be amended forthwith by substituting the present language of Article V with

paragraph (1) one of the Internal Revenue Service, pursuant to the Internal Revenue Service

request, and the wording contained therein.

There being no further business, the meeting was adjourned.

REX MORGAN - TRUSTEE

PRESIDENT

FRED LITCHWARD - TRUSTEE