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CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

at
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1-29-99

**ARTICLES OF AMENDMENT
TO
THE ARTICLE OF INCORPORATION
FOR
THE BOONE DARDEN FOUNDATION, INC.**

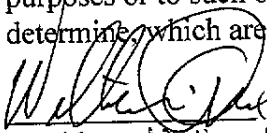
Pursuant to the provisions of Florida Non-Profit Corporation Act, the undersigned corporation adopts the following Article of Amendment to its Articles of Incorporation which: The corporation has no members. The following amendments to the Articles of Incorporation was adopted by the corporation board of directors on January 27, 1999, at 901 5th Street, West Palm Beach, Florida 33401. The Articles of Incorporation, are hereby amended so as to read as follows:

ARTICLE . Said Corporation/organization is organized exclusively for charitable, religious, purposes, including, for such purposes, the making of distributions to organizations under Section 501(c)(3) of the Internal Revenue Code (or corresponding section of any future Federal tax code).

ARTICLE . No part of the net earnings of the corporation/organization shall inure to the benefit of, or be distributable to its members trustees, directors, officers or other private persons, except that the corporation/organization 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/organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation/organization 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.

ARTICLE. Notwithstanding any other provision of these articles, this organization shall not carry activities not permitted to be carried on by an organization exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law.

ARTICLE: Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or of a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the corporation 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.


(Signature)
President - William Owens

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TALLAHASSEE, FLORIDA