

N96000005240

Irma L. Hernaiz
14457 S.W. 127 Ct.
Miami, FL 33186

- ☒ Approval
- ☐ Signature
- ☐ Comment
- ☐ See Me
- ☐ As Requested
- ☐ Information
- ☐ Read and Return
- ☐ Read and File
- ☒ Necessary Action
- ☐ Investigate
- ☐ Recommendation
- ☐ Prepare Reply
- ☐

From: Irma Hernaiz
South Dade News Directions
for Social Reform

Extension
Room No

Please excuse. This note about the letter to go with these papers could not be found at time of mailing. I will fax it but I wanted these papers in mail. Enclosed 2 copies of articles, 2 copies of fictitious name and check for \$122.50. Please let me know if all is well. Also 2 copies of Registered Agent form.

ITEM 0-13, Aug. 1976

(Additional Remarks on Reverse)

RECEIVED
OCT 9 1996
FBI
SAC, MIAMI

ARTICLES OF INCORPORATION
OF
SOUTH DADE'S NEW DIRECTIONS FOR SOCIAL REFORM,
JOB SKILLS TRAINING/RE-TRAINING AND HOUSING DEVELOPMENT, INC.
(A FLORIDA "NOT FOR PROFIT" CORPORATION)

The undersigned, acting as Incorporator of a corporation under Chapter 617 of the Florida Statutes, adopts the following Articles of Incorporation:

ARTICLE I
Name and Address

Section 1. The name of the corporation is:

SOUTH DADE'S NEW DIRECTIONS FOR SOCIAL REFORM,
JOB SKILLS TRAINING/RE-TRAINING AND HOUSING DEVELOPMENT, INC.

Section 2. The principal office of the corporation is located at:

14457 S. W. 127th Court
Miami, Florida 33186

Section 3. The mailing address of the corporation is:

14457 S. W. 127th Court
Miami, Florida 33186

ARTICLE II
Name and Address of Registered Agent

Section 1. The name of the initial Registered Agent of the corporation is:

IRMA L. HERNALIZ, PRESIDENT/CEO

Section 2. The initial address of the Registered Agent is:

14457 S. W. 127th Court
Miami, Florida 33186

ARTICLE III
Duration

Section 1. The period of duration is perpetual. The corporation is organized pursuant to the "Not for Profit" corporation laws of the State of Florida.

FILED
66 OCT -9 AM 9:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE IV
Members

Laws Section 1 The qualification for members and the manner of their admission shall be registered by the By-

ARTICLE V
Board of Directors

- Section 1 There shall be 4 Directors on the initial Board of Directors.
- Section 2 The method of election of the Board of Directors shall be stated in the By-Laws.
- Section 3 The names and addresses of the initial Board of Directors are:

IRMA L. HERNANDEZ, President/CEO
14457 S. W. 127th Court
Miami, Florida 33186

MAVIS BISHOP, Vice President
9240 S. W. 178th Terrace
Miami, Florida 33157

ELIJAH WEBSTER, Treasurer
10801 S. W. 217th Street
Miami, Florida 33170

JANNETTE GAMBOA, Secretary
19356 S. W. 123 Avenue
Miami, Florida 33177

ARTICLE VI
Name and Address of Incorporator

Section 1. The name of the Incorporator is:

IRMA L. HERNANDEZ, President/CEO

Section 2. The address of the Incorporator is:

14457 S. W. 127th Court
Miami, Florida 33157

ARTICLE VII
Purposes

Section 1. The purpose(s) for which this corporation is formed is exclusively charitable, educational, and scientific and consists of the following:

A. To raise the economic, educational and social levels of the residents of the Dade County and target areas, including members of the minority community, who are substantially unemployed, under employed, or

whose income is below federal poverty guidelines, to foster and to promote community-wide interest and concern for the problems of said residents to the end that

- 1 Educational and economic opportunities may be expanded;
- 2 Sickness, poverty, crime and environmental degradation may be lessened;
- 3 Racial tensions, prejudice, and discrimination, economic, and otherwise, may be eliminated.
- 4 To expand the opportunities available to said residents and groups to own, manage, and to operate business enterprises in economically depressed areas; entrepreneurial and management skills necessary for the successful operation of business enterprises; and to assist said residents and groups in obtaining support from other sources, and
- 5 To include the organization and creation of nursing agencies, nursing home(s), Adult Congregate Living Facilities (ACLFs), vocational school(s), and all and any other related and viable businesses, including the development of low to moderate income homes for those residents whose incomes represent 40% of the median income for the target areas, 45% of the median income for the target areas, 50% of the median income for the target areas, 60% of the median income for the target areas, and, in certain cases, 80% of the median income for the target areas, that the Board of Directors may approve.

B. To expand the opportunities available to said residents and groups to obtain adequate low-cost housing accommodations by constructing, rehabilitating, and providing decent, safe and sanitary housing in the target area(s) for persons and families of low-income who otherwise would not be able to find or to afford a suitable place to live. It is the purpose of the corporation thereby to secure the basic human needs of decent shelter and to thus lessen the burdens of government and to promote the social welfare. To provide such housing rehabilitation of existing substandard buildings and construction management of new facilities in the place of blighted structures of blighted vacant sites for the purpose of combating the deterioration of the community and by contributing to its physical improvement. Nothing in this descriptive purpose is intended to preclude this organization from forming a CDC (Community Development Corporation) and/or CHDO (Community Housing Development Organization).

C. To aid, support, and assist by gifts, contributions, or otherwise, other corporations, community chest, funds and foundations organized and operated exclusively for charitable, educational or scientific purposes, no part of the net earnings of which inures to the benefit of any private shareholder or individual, and no substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation.

D. To do any and all lawful activities which may be necessary, useful, or desirable for the furtherance, accomplishment, fostering, or attaining of the foregoing purposes, either directly or indirectly, and either alone or in conjunction or cooperation with others, whether such others be persons or organizations of any kind or nature, such as corporations, firms, associations, trusts, institutions, foundations, or governmental bureaus, department or agencies.

E. All of the foregoing purposes shall be exercised exclusively charitable and educational purposes in such a manner that the corporation will qualify as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding provision of any future United States Internal Revenue law.

Section 2. None of the purposes for which this corporation is formed shall be conducted in such a manner as to conflict with the rules and regulations governing non profit organizations and the Statutes and Laws of the State of Florida and any inconsistency in IRS Bulletin #557 and the guidelines for monitoring non profit organizations which emphasizes doing business in the manner the public expects it to and to not violate the "doctrine" of the organization included in the Articles of Incorporation and the By-Laws to same.

Section 3. The purposes of this organization will always be stressed and governed by the minutes of the meetings of this organization and by the By-Laws and actions of the Board of Directors.

ARTICLE VIII
Non-Profit Purposes Only

Section 1: The corporation is organized exclusively for charitable and educational purposes.

Section 2: The corporation is not organized nor shall be operated for the primary purpose of generating pecuniary gain or profit.

Section 3: The corporation shall not distribute any gains, profits or dividends to the Directors, Officers, or Members thereof, or to any individual, except as reasonable compensation for services actually performed in carrying out the corporation's charitable and educational purposes.

Section 4: The property, assets, profits and net income of the corporation are irrevocably dedicated to charitable and educational purposes, no part of which shall inure to the benefit of any individual.

ARTICLE IX
Non-political activity

Section 1: No substantial part of the activities of the corporation shall consist of the carrying on of propaganda or otherwise shall consist of the carrying on of propaganda or otherwise attempting to influence legislation.

Section 2: The corporation shall not participate in or intervene in any political campaign on behalf of any candidate for public office.

ARTICLE X
Term of Office

Section 1: No substantial part of the activities of the corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation.

Section 2: The corporation shall not participate in or intervene in any political campaign on behalf of any candidate for public office.

ARTICLE XI
Dissolution

Section 1: Upon winding up and dissolution of the corporation, the assets of the corporation remaining after payment of all debts and under section 501(c)(2) of the Internal Revenue Code of 1986, or any future Internal Revenue Code of 1986, or any future Internal Revenue law, the same shall be dissolved exclusively of charitable and educational purposes.

Section 2: If the corporation holds any assets in trust, such assets shall be disposed of in such manner as may be directed by decree of the Circuit Court of the district in which the corporation's principal office is located, upon petition thereof by the Attorney General or by any person concerned in the liquidation.

ARTICLE XII
Private corporation restrictions

Section 1: In the event that this corporation shall be a "private foundation" within the meaning of section 509 of the Internal Revenue Code of 1954, the corporation shall distribute its income for each taxable year at such time and such manner as not to subject it to tax under section 4942 of the Internal Revenue Code.

Section 2: The corporation shall not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code and shall not retain any excess business holdings as defined in section 4943(3) of the Internal Revenue Code.

Section 3: The corporation shall not retain any excess business holdings as defined in section 4943(3) of the Internal Revenue Code.

Section 4: The corporation shall not make any investments in such manner as to subject it to tax under section 4944 of the Internal Revenue Code; and

Section 5: The corporation shall not make any taxable expenditures as defined in section 4945(d) of the Internal Revenue Code.

ARTICLE XIII Indemnification

Section 1: Any person (and the heirs, executors, and administrators of such person(s) made or threatened to be made a party of any action, suit or proceeding by reason of the fact that he or she is or was a director/trustee or officer of the corporation shall be indemnified by the corporation against any and all liability and the reasonable expenses, including attorney's fees and disbursements, incurred by him or her (or by his or her heirs, executors or administrators) in connection with the defense of settlement of such action, suit or proceeding, that such director or officer is liable for negligence or misconduct in the performance of his or her duties.

Section 2: Such right of indemnification shall not be deemed exclusive of any other rights to which such director or officer (or such heirs, executors or administrators) may be entitled apart from this Article.

ARTICLE XIV Powers

Section 1: The corporation is to have any and all powers to do any and all things necessary to expedite or carry out the purposes and objectives of this corporation and as may be determined by the Internal Revenue Code governing 501(c)(2) organizations and those directives it receives from the Board of Directors and those rules contained in the By-Laws to this organization, and this organization possesses all rights, privileges and immunities to enjoy benefits granted corporations under the laws of the State of Florida provided that only such powers as are in furtherance of the tax exempt purposes of the Articles of Incorporation herein are contemplated.

Section 2: Reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes provided that, obligating those persons, associations, and corporations, as described in Section 503 of the Code.

Section 3: Notwithstanding any of the provisions of these Articles of Incorporation, the corporation shall not have the power to exercise any part, nor shall it directly or indirectly, engage in any activity that would prevent it from obtaining exemption from taxation or to lose exempt status as a corporation described, permitted and limited under Section 501(c)(2) of the Internal Revenue Code of 1986 or any future Internal Revenue Code.

ARTICLE XV Membership

Section 1: Membership of this corporation shall consist of those persons, associations, and corporations, pursuant to and as provided in the By-Laws.

Section 2: The names, addresses and residences of the persons who are to serve as members until otherwise

provided for in the By-Laws are set forth in this Article VI of these Articles of Incorporation.

ARTICLES XVI **Board of Directors**

Section 1: This corporation shall be operated and governed by a Board of Directors. The By-Laws may provide another name for the Board of Directors, and shall otherwise provide for the extent and limit of their powers, duties, and privileges, and further shall provide for the manner of appointment, qualifications, or election and other matters relating thereto, subject to the restrictions herein, including:

(a) The number of Directors may be provided for in the By-Laws but shall at all times be not less than (2).

(b) Directors may only recommend, with the membership to determine, reasonable compensation for services rendered pursuant to these Articles and as set forth in the By-Laws.

Section 2: Each association, religious entity or corporation which has a seat reserved on the Board of Directors shall seat its leader or designee as provided for in the By-Laws. The names and addresses of the three Directors who are to serve until the first Annual Meeting or as otherwise provided for in the By-Laws are in Article IV.

ARTICLE XVII **Officers**

Section 1: The Officers of this corporation shall consist of those persons with titles and positions as provided for in the By-laws, and further, the By-Laws shall provide for the extent and limit of the powers, duties and responsibilities, their manner of qualification, election, manner of appointment, and other matters relating thereto.

Section 2: The names and places of residence of the persons who shall serve as officers until the first Annual Meeting or as otherwise provided for in the By-Laws are as those provided for in this Article XXII of the Articles of Incorporation.

ARTICLE XVIII **Annual Meeting**

Section 1: Annual Meeting of the corporation shall be held as prescribed in the By-Laws to this corporation.

Section 2: The quorum for the deciding of the time and place for all Annual Meetings shall be pursuant to the actions of the Board of Directors as contained in the By-Laws.

ARTICLE XIX **Limitation of Corporate Powers**

Section 1: The corporation powers of this corporation are as provided in Section 617.0302, Florida Statutes, unless otherwise or as follows:

Section 2: Any person who is authorized to make any public statement, whether written or oral, purporting to represent the official policy, position, recommendation or opinion of the corporation, shall first make it clear that he or she is representing the corporation. Thereafter, throughout the entire presentation, he or she shall confine his/her presentation only to those matters which have been properly approved by the corporation.

Section 3: He or she shall not, on this subject or any other, at the same time, present any statement(s)

purporting to represent his or her own personal views.

THE UNDERSIGNED INCORPORATOR has executed these Articles of Incorporation this 7th day of October 1996.

SIGNATURE OF INCORPORATOR:

Irma L. Hernay
IRMA L. HERNAY, PRESIDENT/CEO

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED AGENT/REGISTERED OFFICE IN THE STATE OF FLORIDA.

1. The name of the corporation is:

**SOUTH DADE'S NEW DIRECTIONS FOR SOCIAL REFORM, JOB SKILLS TRAINING/
RE-TRAINING & HOUSING DEVELOPMENT, INC.**

2. The name and address of the Registered Agent and Office are:

Irma L. Hernaiz, President/CEO
14457 S.W. 127th Court
Miami, Florida 33186

Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

Irma L. Hernaiz
IRMA L. HERNIAIZ
October 7, 1996
DATE

RECEIVED
96 OCT -9 AM 9:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

N96000005240

Irma Hernalz
Resident Agent
14457 S. W. 127th Ct.
Miami, FL 33186

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment <i>NC</i>
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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*****35.00 *****35.00

FILED
07 MAR -5 PM 1:53
TALLAHASSEE, FLORIDA
SH 3/7

ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION
of

~~SOUTH DADE'S NEW DIRECTIONS FOR SOCIAL REFORM, JOB SKILLS~~
TRAINING/RE-TRAINING AND HOUSING DEVELOPMENT, INC.
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)

No. 1 - deleted

Amended to:

SOUTH DADE'S NEW DIRECTIONS FOR SOCIAL REFORM, INC.

SECOND: The date of adoption of the amendment(s) was: March 1, 1997

THIRD: Adoption of Amendment (CHECK ONE)

- ☐ 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.

~~SOUTH DADE'S NEW DIRECTIONS FOR SOCIAL REFORM, INC.~~
Corporation Name

Irma Hernandez

Signature of Chairman, Vice Chairman, President or other officer

IRMA HERNANDEZ
Typed or printed name

President
Title

3/1/97
Date

N96000005240

FILED
97 JUL 10 PM 4:26
TALLAHASSEE, FLORIDA

** ENTER 'M' FOR MENU. **

** INVALID SELECTION...PLEASE RE-ENTER **

7/09/97

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

4:27

((H97000011261 9))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4000

FROM: ANTHONY P. BERNARD

ACCT#: 071162000147

CONTACT: ANTHONY BERNARD

PHONE: (305)251-4591

FAX #: (305)251-1975

NAME: SOUTH DADE'S NEW DIRECTIONS FOR SOCIAL REFOR

AUDIT NUMBER.....H97000011261

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0

PAGES..... 2

CERT. COPIES.....0

DEL.METHOD.. FAX

EST.CHARGE.. \$35.00

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4000

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97 JUL 10 PM 2:24

DIVISION OF CORPORATIONS

Amendment
7/10/97
De

** ENTER 'M' FOR MENU. **

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FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

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((H97000011261 9))

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** INVALID SELECTION...PLEASE RE-ENTER **

7/09/97

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
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((H97000011261 9))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4000

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JUL 10 PM 12:56
FBI - MIAMI

** ENTER 'M' FOR MENU. **

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7/09/97

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
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4:27

((H97000011261 9))

TO: DIVISION OF CORPORATIONS

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FROM: ANTHONY P. BERNARD
CONTACT: ANTHONY BERNARD.
PHONE: (305)251-4591

ACCT#: 071162000147

FAX #: (305)251-1975

NAME: SOUTH DADE'S NEW DIRECTIONS FOR SOCIAL REFOR

AUDIT NUMBER.....H97000011261

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0

CERT. COPIES.....0

PAGES..... 2

DEL.METHOD.. FAX

EST.CHARGE.. \$35.00

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

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7/09/97

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
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((H97000011261 9))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4000

RECEIVED
97 JUL 10 AM 8:11
DIVISION OF CORPORATIONS

FAX AUDIT#: H97000011261

FILED
97 JUL 10 PM 4:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

SOUTH DADE'S NEW DIRECTIONS FOR SOCIAL REFORM, INC.

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).

ARTICLE I: SECTION 2: DELETE 14437 S.W. 127th Court, Miami, Florida 33186

AMEND TO: 10701 S.W. 216th Street, Bay #13, Miami, Florida

ARTICLE II: SECTION 1: DELETE, IRMA L. HERNAIZ, PRESIDENT/CEO

AMEND TO: IRMA L. HERNAIZ, EXECUTIVE DIRECTOR/CEO

**ARTICLE V: SECTION 3: DELETE IRMA L. HERNAIZ, PRESIDENT/CEO
DELETE MAVIS BISHOP, VICE PRESIDENT
DELETE ELIJAH WEBSTER, TREASURER**

**AMEND TO: IRMA L. HERNAIZ, EXECUTIVE DIRECTOR/CEO
ADDRESS: SAME**

**KENNETH BUSH, DEPUTY DIRECTOR
10992 S. W. 4th Street, Miami, FL 33174**

**CARMEN GUTIERREZ, VICE PRESIDENT
11513 S.W. 4th Street, Miami, FL 33174**

**MORRIS DREW, TREASURER
3290 N.W. 47th Street, Miami, FL 33142**

ARTICLE VII (D) & (E), SECTION 2. - TO BE DELETED

AMENDED TO:

D. No part of the net earnings of the corporation/organization shall inure to the benefit of, or be distributed 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

FAX AUDIT#: H97000011261

PREPARED BY: ANTHONY BERNARD
16201 S.W. 95 AVENUE # 109
MIAMI, FL 33157

FAX AUDIT#: H97000011261

in opposition to any candidate for public office.

E. Notwithstanding any other provision of these articles, the corporation/organization shall not carry on any other activities not permitted to be carried on (a) by a corporation/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 a corporation/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).

ARTICLE XIV, SECTION 1 - TO BE DELETED.

AMENDED TO:

SECTION 1:

Upon the dissolution of this corporation/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.

SECOND: The date of adoption of the amendments was: July 2, 1997

THIRD: Adoption of Amendment (Check One)

There are no members or members entitled to vote on the amendments. The amendments were adopted by the board of directors.

SOUTH DADE'S NEW DIRECTIONS FOR SOCIAL REFORM, INC.

Irma L. Hernandez
Signature of President/CEO

IRMA L. HERNANDEZ
Typed or printed name

Executive Director/CEO 7/8/97
Title Date

FAX AUDIT#: H97000011261