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**N96000006088**

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

- 1 The Solomon Family Foundation, Inc.  
(Corporation Name) (Document #)
- 2 \_\_\_\_\_  
(Corporation Name) (Document #)
- 3 \_\_\_\_\_  
(Corporation Name) (Document #)
- 4 \_\_\_\_\_  
(Corporation Name) (Document #)

*at. search permission  
Adopted  
amendment  
add 8/10  
3/6/97  
sent to*

97 MAR -5 PM 3:55  
TALLAHASSEE, FLORIDA  
STATE

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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
<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

*Amendment*  
3/6/97

**HOLD FOR PICKUP BY UCC SERVICES**

Examiner's Initials

**ARTICLES OF AMENDMENT**

to

**ARTICLES OF INCORPORATION**

of

**THE SOLOMON FAMILY FOUNDATION, INC.**

FILED  
97 MAR -5 PM 3:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*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:** Amendments adopted:

(a) To amend Article III, relating to the purposes of the Corporation to read as follows:

(b) To do any other act or thing incidental to or connected with the foregoing purposes or in advancement hereof, but not for the pecuniary profit or financial gain of its members, directors or officers, except as permitted under Article 5 of the Not-for-Profit Corporation Law.

(c) To provide financial aid to recognized charitable, educational, scientific organizations, hospitals and schools which have been granted tax exemption under laws of the United States Government and generally to provide financial aid and assistance to organizations working with homeless people, abused children and/or the performing arts.

(d) Conducting any and all lawful activities which may be necessary, useful or desirable for the furtherance or accomplishment of the foregoing purposes and as are lawful for not-for-profit corporations.

(e) Notwithstanding any other provision herein, the Corporation is organized exclusively for charitable purposes as specified in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code") and shall not carry on any activities not permitted to be carried on by an organization exempt from federal income tax under Section 501(a) of the Code by reason of being described in Section 501(c)(3) of the Code or corresponding provisions in subsequent tax laws. It is the intention of the Corporation at all times to qualify and remain qualified as exempt from income tax under Section 501(a) of the Code by reason of being an organization described in Section 501(c)(3) of the Code. Accordingly:

(i) No part of the net earnings of the Corporation shall inure to the benefit of any officer, trustee or director of the Corporation, or any private person, corporate or individual (except that reasonable compensation may be paid for services rendered to or for the Corporation in furtherance of one or more of its purposes), and no trustee or officer of the Corporation or any private person, corporate or individual, or any other private interest, shall be entitled to share in the distribution of any of the corporate property or assets on dissolution of the Corporation or under any other circumstances; nor shall any of such net earnings nor any of the property or assets of the Corporation be used other than for the purposes of the Corporation.

(ii) No substantial part of the activities of the Corporation shall be carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise permitted by Section 501(h) of the Code and the laws of the State of New York), or participating in, or intervening in (including the publication or distribution of statements), any political campaign on behalf of any candidate for public office.

(iii) In the event of liquidation, dissolution, termination or winding up of the Corporation, whether voluntary or involuntary or by operation of law, and after the payment of just debts, liabilities and any subventions, all of the remaining assets and property of the Corporation shall, after necessary expenses thereof, be distributed to another organization exempt under Section 501(c)(3) of the Code, or to the Federal government, or state or local government for a public purpose.

(f) In any taxable year in which the corporation is a private foundation as described in Section 509(a) of the Code, the corporation shall distribute its income for said period at such time and manner as not to subject it to tax under Section 4942 of the Code; and the corporation shall not (a) engage in any act of self-dealing as defined in Section 4941(d) of the Code; (b) retain any excess business holdings as defined in Section 4943(c) of the Code; (c) make any investments in such manner as to subject the corporation to tax under Section 4944 of the Code; or (d) make any taxable expenditures as defined in Section 4945(d) of the Code or corresponding provisions of any subsequent Federal tax laws.

**SECOND:** The date of adoption of amendment was: February 28, 1997.

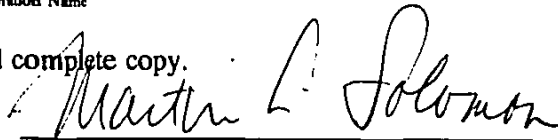
**THIRD:** Adoption of Amendment was by the unanimous written consent by the Board of Directors, there being no members.

**FOURTH:** The effective date of this amendment shall be February 28, 1997.

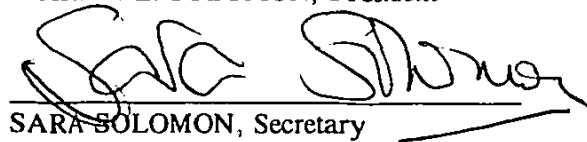
**THE SOLOMON FAMILY FOUNDATION, INC.**

Corporation Name

The foregoing is a true and complete copy.



MARTIN L. SOLOMON, President



SARA SOLOMON, Secretary

Dated: February 28, 1997