

N96000006524

Karim Samara
President
212 Blanding Blvd
Orange Park, FL 32073

Secretary of State
Corporations Division
The Capitol
P.O. Box 6327
Tallahassee, FL 32314

April 25, 1997

RE: Students for Community Assistance
Regarding the Elderly, Inc.
Document # N96000006524
FEI # 59-3422420
(A Corporation Not For Profit)
Check in the amount of \$35.00

400002166114--1
-05/05/97--01109--003
*****35.00 *****35.00

Dear Sir:

Enclosed are Articles of Amendment to Articles of Incorporation for the above referenced corporation, together with our check for your fee for filing and furnishing and acknowledgment copy to us.

Please advise us, in writing, of the approval and filing of this instrument and return an acknowledgment copy to the undersigned. Please advise us if you require anything further.

Thank you for your assistance and cooperation.

Very truly yours



David J. Samara.
Power of Attorney

FILED
97 JUN -2 AM 8:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend

LFT

6-3-97

489,564,674



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

May 14, 1997

David J. Samara
212 Blanding Blvd.
Orange Park, FL 32073

SUBJECT: STUDENTS FOR COMMUNITY ASSISTANCE REGARDING THE
ELDERLY, INC.
Ref. Number: N96000006524

We have received your document for STUDENTS FOR COMMUNITY ASSISTANCE REGARDING THE ELDERLY, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

If there are MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) the date of adoption of the amendment by the members and (2) a statement that the number of votes cast for the amendment was sufficient for approval.

If there are NO MEMBERS OR MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6910.

Louise Flemming-Jackson
Corporate Specialist Supervisor

Letter Number: 497A00025806

Karim Samara
President
212 Blanding Blvd
Orange Park, FL 32073

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Secretary of State
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Tallahassee, FL 32314

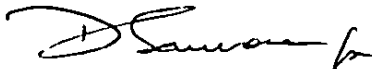
May 25, 1997

RE: Student for Community
Assistance Regarding the
Elderly, Inc.
Ref. #N9600000 6524

Dear Sir/Madam:

In response to your letter dated May 14, 1997, We are enclosing
the requested documents.

Sincerely,



Karim Samara
President.

DAVID SAHARA
Power of Attorney

Enclosure

**Articles of Amendment
To Articles of Incorporation of
Students For Community Assistance
Regarding The Elderly, Inc.**

FILED

97 JUN -2 AM 8:49

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The Articles of Incorporation of this corporation are hereby amended as follows:

1. Article II of the Articles of Incorporation is hereby amended to replace page 2 line 5 to 22 with the following:

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

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

2. The effective date of the amendment shall be on filing.
3. This amendment was adopted by the directors of this corporation at a joint meeting held on this 23rd day of April, 1997.

Students For Community
Assistance Regarding
The Elderly, Inc.

By Karim J. Samara
Karim J. Samara
President.

Attest:

Karim J. Samara
Karim J. Samara

Meeting Board of Directors

On April 23, 1997, the Board of Directors of Students for Community Assistance Regarding the Elderly, Inc. covered and adopted the following amendment to the Articles of Incorporation.

1. That the Articles of Incorporation be amended to replace page 2 line 5 to 22 with the following:

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

Notwithstanding any other provision of these articles, the corporation 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, 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 this corporation 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

2. Board members approved the By-Laws of the corporation.
3. Board members present: Karim Samara, Anjan Shah, Rina Chabra.

Students For Community
Assistance Regarding
The Elderly, Inc.

By Karim Samara
Karim J. Samara
President & Secretary.

Please Note :

There are no members entitled to vote on the amendment at this time. The amendment was approved by the board of directors as noted above.

David J. Samara
Power of Attorney