

N 97000001749

N.W. FLORIDA DISABILITY, INC.
"Restoring Health Naturally"
A non-profit organization: FID 65-0736830

22959 Bayshore Road
Charlotte Harbor, FL 33980

(941) 766-1800

Executive Director
Roger Liephart,

Division of Corporations
FLORIDA DEPARTMENT OF STATE
P.O. Box 6327
Tallahassee, FL 32314

RE: Articles of Incorporation
Amendments thereto
Doc. No. N97000001749

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Dear Ladies & Gentlemen:

At the advice of our corporate counsel and CPA, certain amendments were suggested for the purpose of our application to the IRS for our 501(c)(3) tax exempt status.

The board passed the amendments on May 13, 1997. Copy of corporate minutes attached hereto.

Therefore, please find enclosed the "amended articles" in the form that your office requires.

* Also I request a "certified copy" of our (entire) Articles of Incorporation, including the amendments, so that a copy can be sent with our IRS 501 (c)(3) application. Check is enclosed.

Thank you for your prompt attention on this request. With warmest regards, may I remain....

Very truly yours,

Roger Liephart
ROGER LIEPHART,

CAH
11/11/97
Amended
11/11/97
*Cert Copy

**ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION
of
SW FLORIDA DISABILITY RESEARCH, INC.**

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

Amendments ADDED are as follows:

**ARTICLE III
Purposes**

(Added paragraph)

Said corporation is organized exclusively for charitable, educational, and scientific research purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501 (c)(3) of the Internal Revenue Service Code, or the corresponding section of any future federal tax code.

(Article added)

**ARTICLE V
Distribution of earnings**

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that corporation 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 Article III hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting 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, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation

(Article added)

ARTICLE VI
Dissolution of corporation

Upon 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, or the 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. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction 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.

The date of adoption of the amendments was may 13, 1997.

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

SW FLORIDA DISABILITY RESEARCH, INC.

Roger Liephart
ROGER LIEPHART, Vice President/Secretary

MAY 13, 1997
Date:

CORPORATE MINUTES FOR
S.W.FLORIDA DISABILITY RESEARCH, INC.

The board meeting was called to order at 3pm on the afternoon of Tuesday, May 13, 1997. Present are the two co-founders of the non-profit organization, Dr. Robert Morse and Roger Liephart, representing a quorum.

At the advice of the corporate CPA, Ed Webb, the following amendments to the Articles of Incorporation are recommended for the purpose of submitting the application, to the Internal Revenue Service, for the 501 (c)(3) tax exempt status:

1. A paragraph is inserted under the heading "Article III (purposes)," as illustrated in the proposed amended copy.
2. Distribution of earnings, under the heading of "Article V," is a new addition as illustrated in the proposed amended copy.
3. Dissolution of corporation, under the heading of "Article VI," is a new addition as illustrated in the proposed amended copy.

Robert Morse made the motion to accept the amendments as proposed by the corporate CPA. Roger Liephart seconded the motion. Motion passed unanimously.

The secretary, Roger Liephart, shall forward the amended copy of the Articles of Incorporation to the Florida Division of Corporations, and to request a certified copy. Appropriate check will accompany the amended copy.

There being no further business to conduct, the meeting was adjourned at 3:30pm.

Roger Liephart
ROGER LIEPHART, Secretary

MAY 13, 1997
Date: