

N97000002942
Number Only

9/19/97. Rene

Chafroff, Terminello & Terminiello

2700 SW 37th Avenue

Miami, FL 33133

444-5002A

VALIDATION ONLY

900002301219--9
-09/23/97--01079--014
*****87.50 *****87.50

CORPORATION(S) NAME

Sobe Vote, Inc.

- | | | |
|--|---|---|
| <input type="checkbox"/> Profit | <input checked="" type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | <input type="checkbox"/> Dissolution | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Foreign | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Certificate Under Seal |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| | | <input type="checkbox"/> After 4:30 |
| | | <input type="checkbox"/> Mail Out |

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

Certified Copy

Amend
9/29/97

RECEIVED
97 SEP 23 AM 11:20
DIVISION OF CORPORATIONS
Empire Toll Free: 1-800-432-3028
DIVISION OF CORPORATIONS
97 SEP 29 AM 10:41



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

September 23, 1997

Chafroff, Terminello & Termini

Miami, FL

SUBJECT: SOBE VOTE, INC.
Ref. Number: N97000002942

We have received your document for SOBE VOTE, INC. and check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The document you submitted has been prepared pursuant to profit statutes (chapter 607, Florida Statutes). As the entity was originally filed as a nonprofit corporation, this document should be filed pursuant to chapter 617, Florida Statutes. Enclosed is the correct form.

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 (850) 487-6901.

Susan Payne
Senior Section Administrator

Letter Number: 397A00047104

RECEIVED
97 SEP 29 AM 9:52
DIVISION OF CORPORATION

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
SOBE VOTE, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 SEP 29 AM 10: 41

Pursuant to the provisions of Section 617.1006, Florida Statutes, the undersigned corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment (s) adopted:

1. Article VII is amended to add at the end of said ARTICLE the following:

"No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, 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 the purposes set forth herein.

No substantial part of the activities of the corporation shall consist of 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, 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 (a) of the Code as an organization described in Section 501 (c) (3) of the Code, or (b) by corporation contributions which are deductible under Section 170 (a) of the Code as being an organization referred to in Section 170 (c) (2) of the Code.

Notwithstanding any other provisions in these articles, at all times when the corporation is a private foundation within the meaning of Section 509 of the Code, it shall be subject to the following additional restrictions:

- (i) It shall distribute its income at such times and in such manner as not to subject it to any tax under Section 4942 of the Code.
- (ii) It shall not engage in any act of self-dealing as defined in Section 4943 (c) of the Code.
- (iii) It shall not retain excess business holding as defined in Section 4943 (c) of the Code.
- (iv) It shall not make any investments as would subject it to tax under Section 4944 of the Code.
- (v) It shall not make any taxable expenditure as defined in Section 4945 (d)

of the Code."

1. Article VIII is amended to read as follows:

"Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, pay all of the funds and assets of the corporation to an organization or organizations qualifying as an exempt organization under Section 501 (c) (3) of the Code and organized and operated exclusively for charitable purposes, as the Board of Directors shall determine."

SECOND: The date of each amendment's adoption:
September 12, 1997.

THIRD: Adoption of Amendment (s) (check one)

_____ The amendment(s) was (were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.

X There are no members or members entitled to vote on the amendment. The amendment(s) was (were) adopted by the board of directors.

Signed this 25th day of September, 1997.

SOBE VOTE, INC.

By: 

President and Chairman of the
Board of Directors

Teddi Alyce Segal

President and Chairman of the Board of Directors
(Title)