

N97000005531

LAW OFFICES OF  
MALNIK & SALKIN, P.A.

Attorneys at Law

Kenneth M. Malnik  
Sonya L. Salkin  
Michael D. Wood\*

1776 North Pine Island Road, Suite 216  
Plantation, Florida 33322  
Telephone: (954) 423-4469  
Facsimile: (954) 423-4479

\* also admitted in the District of Columbia

May 8, 1998

600002522346--6  
-05/13/98--01104--002  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Re: Articles of Amendment to Articles of Incorporation  
of the Scott Michael Rudd Foundation, Inc., A Florida Nonprofit Corporation

To Whom it May Concern:

Enclosed for filing please find (1) Articles of Amendment to Articles of Incorporation; (2) Resolution Adopting Proposed Amendment; (3) Waiver of Notice of Special Meeting. In addition, enclosed please find a check made payable to the Department of State for \$87.50, which includes the filing fee of \$35.00 for the Articles of Amendment as well as an additional fee of \$52.50 for a certified copy of the Amendment, which should be returned in the self-addressed stamped envelope enclosed herein.

2 3  
Returning

Very truly yours,

MALNIK & SALKIN, P.A.

*Michael D. Wood*  
Michael D. Wood

MDW:mr

Enclosures (3)

FILED  
98 MAY 13 AM 10:18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Amend*

VS MAY 20 1998

ARTICLES OF AMENDMENT

to

ARTICLES OF INCORPORATION

of

SCOTT MICHAEL RUDD FOUNDATION, INC.

A FLORIDA NONPROFIT CORPORATION

*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.*

1. The following text shall be added to the original text of Article II of the Articles of Incorporation of the Scott Michael Rudd Foundation, Inc., a nonprofit corporation:

**Said corporation/organization is organized exclusively for charitable, religious, educational and scientific purposes, including, for such purposes, the making of distributions to organizations under Section 501(c)(3) of the Internal Revenue Code (or the corresponding section of any future Federal tax code.)**

**No part of the net earnings of the corporation/organization shall inure to the benefit of, or be distributable 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 in opposition to, any candidate for public office.**

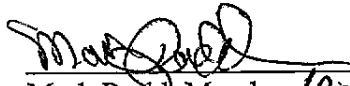
**Notwithstanding any other provision of these articles, the corporation/organization shall not carry on any other activities not permitted to be carried on: (a) by a corporation/organization exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code (or corresponding section 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.)**

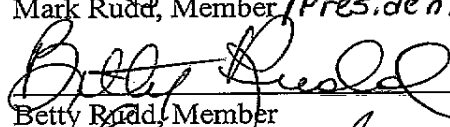
FILED  
98 MAY 13 AM 10:18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

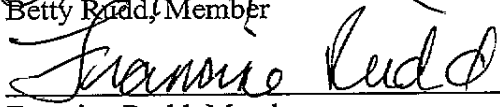
Upon the dissolution of this corporation/organization assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future Federal tax code, or shall be distributed to the Federal government, or to a state or local government, for a public purpose.

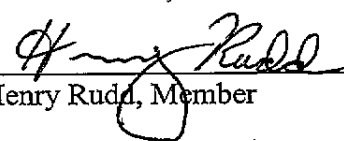
2. The foregoing amendment was adopted by the members of the corporation at a Special Meeting held May 8<sup>th</sup>, 1998.
3. The amendment was adopted by the members and the number of votes cast for the amendment was sufficient for approval

IN WITNESS WHEREOF, we have subscribed our names this 8<sup>th</sup> day of May, 1998.

  
\_\_\_\_\_  
Mark Rudd, Member / President

  
\_\_\_\_\_  
Betty Rudd, Member

  
\_\_\_\_\_  
Francine Rudd, Member

  
\_\_\_\_\_  
Henry Rudd, Member

This instrument was prepared by Sonya L. Salkin, Esq., Malnik & Salkin, P.A., whose address is 1776 N. Pine Island Road, Suite 216, Plantation, Florida 33322.

H:\LIBRARY\RUDDVAMDARTCL.WPD