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January 7, 1999

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Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32301

RE: Articles of Amendment for  
John D. Chapman "SeeHear" Corporation

Dear Sir/Madam:

Enclosed please find an original and two (2) copies of the Articles of Amendment to the Articles of Incorporation for John D. Chapman "SeeHear" Corporation together with a check in the amount of \$35.00 representing the filing fee.

Please return the copies of the filed Articles of Amendment to the address noted above. Thank you for your assistance and should you have any questions concerning this matter, please do not hesitate to contact me.

Sincerely,

*Sylvia Dawn Peters*  
Sylvia Dawn Peters  
Paralegal

/sdp

Enc a/s

FILED

99 JAN 12 PM 12:08

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Amend*

TLL

JAN 20 1999

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
JOHN D. CHAPMAN "SEEHEAR" CORPORATION

FILED  
99 JAN 12 PM 12:08  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

**FIRST:** Amendment(s) to be adopted:

Article IX shall be added to the Articles of Incorporation and shall state the following:

"Said corporation 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 correspondence section of any future Federal tax code)."

Article X shall be added to the Articles of Incorporation and shall state 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 any 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 or 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."

Article XI shall be added to the Articles of Incorporation and shall state the following:

"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 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)."

Article XII shall be added to the Articles of Incorporation and shall state the following:

"Upon 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."

**SECOND:** The date of the amendment's adoption is the date shown below.

**THIRD:** The amendment was approved by the members. The number of votes cast for the amendment was sufficient for approval.

Signed this 4<sup>th</sup> day of January, 1999.

JOHN D. CHAPMAN "SEEHEAR" CORPORATION

By:

John D. Chapman  
John D. Chapman, President

Vera E. Chapman  
Vera E. Chapman, Secretary