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Florida Dept of State



July 3, 2006

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

ROSKAMP CHARITIES, INC.  
2040 WHITFIELD AVENUE  
SARASOTA, FL 34243

SUBJECT: ROSKAMP CHARITIES, INC.  
REF: N98000003430

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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.

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ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
ROSKAMP CHARITIES, INC.

Document No. N98000003430

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FIRST: 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. Article 2 of the Articles of Incorporation of Roskamp Charities, Inc. is hereby amended to read as follows:

"Article 2. Mailing Address. The principal office and mailing address of the Corporation is:

240 Whitfield Avenue  
Sarasota, Florida 34243"

2. Articles 4 of the Articles of Incorporation of Roskamp Charities, Inc. is amended to read as follows:

"Article 4. Purpose. The Corporation is organized exclusively for charitable, educational and scientific purposes as specified in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the 'Code'), and shall not carry on any activity or activities (a) which would impair the status of the Corporation's exemption from Federal Income Tax under Section 501(c)(3) of the Code; or (b) which cannot be conducted by a corporation, contributions to which are deductible under Section 170 of the Code.

The corporation may also engage in such other charitable and educational activities, within the meaning of Section 501(c)(3) of the Code, as amended, or corresponding Section of any future federal tax code, generally related to or in furtherance of the above purposes."

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3. Article 5 of the Articles of Incorporation of Roskamp Charities, Inc. is hereby amended to read as follows:

"Article 5. Powers. The Corporation shall have all of the common law and statutory powers of a corporation not for profit pursuant to the laws of the State of Florida. The Corporation shall not issue shares of stock. The Corporation has not been formed for pecuniary profit or financial gain. The Corporation shall not distribute any part of its income to its members, directors, officers or other private persons, except that the corporation may pay compensation in a reasonable amount to its members, directors, officers and employees for services rendered in furtherance of the purposes set forth in Article 4 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 to distribution of statements) any political campaign on behalf of 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 of any future federal tax code.

Upon the dissolution of the Corporation, its assets shall be distributed to one or more organizations selected by a majority vote of the remaining directors of the Corporation that are organized and operated exclusively for charitable, educational, religious, or scientific purposes and that shall at the time qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, after paying or making provisions for the payment of all liabilities of the Corporation. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction in the county where the principal office of the Corporation is then located, exclusively for the purposes or to the organization or organizations as said court shall determine are organized and operated exclusively for charitable, educational, religious, or scientific purposes."

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SECOND: The date of adoption of the amendments by the Board of  
Directions was March 15, 2002. There are no members.

IN WITNESS WHEREOF, the undersigned President has signed these  
Articles of Amendment to Articles of Incorporation on this \_\_\_\_ day of June, 2006.

  
Robert Roskamp, President

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