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Henderson, Frank

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CONTACT: KAREN S LABORDE  
PHONE: (941)334-4121 FAX #: (941)332-4494  
NAME: MONTESSORI COMMUNITY PRIVATE SCHOOL OF LEE C  
AUDIT NUMBER.....H98000023751  
DOC TYPE.....BASIC AMENDMENT  
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CONTACT: KAREN S LABORDE

PHONE: (941)334-4121

FAX #: (941)332-4494

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FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

December 22, 1998

MONTESSORI COMMUNITY PRIVATE SCHOOL OF LEE COUNTY, INC.  
15499 THORY COURT  
FORT MYERS, FL 33908

SUBJECT: MONTESSORI COMMUNITY PRIVATE SCHOOL OF LEE COUNTY, INC.  
REF: N98000003488

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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.

If there are NO MEMBERS OR MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

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) 487-6906.

Darlene Connell  
Corporate Specialist

FAX Aud. #: H98000023751  
Letter Number: 798A00059976

FAX AUDIT NO. H98000023751

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION AND CHARTER  
OF  
MONTESSORI COMMUNITY PRIVATE SCHOOL OF LEE COUNTY, INC.

FILED  
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SECRETARY OF STATE

1. Paragraph 2. and Paragraph 3. of Article III shall be deleted in their entirety and the following shall be substituted as the new Paragraph 2. and new Paragraph 3. of Article III:

"ARTICLE III. PURPOSES

2. This corporation is organized exclusively for charitable, religious, educational, and scientific 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 Code of 1986, or corresponding section of any future federal tax code.

3. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization 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 the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1986, or corresponding section of any future federal tax code."

Prepared by: Theresa M. Kolish, Esq.  
Florida Bar Number: 0012173  
1715 Monroe Street  
Fort Myers, Florida 33901  
(941) 334-4121

FAX AUDIT NO.: H98000023751

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2. Article XI shall be deleted in its entirety and the following shall be substituted as the new Article XI:

"ARTICLE XI. DISSOLUTION OF CORPORATION

Upon the dissolution of the corporation, the corporation, after paying or providing for the payment of all liabilities, shall distribute its assets to one or more similar organizations exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future federal tax code, or to the Federal government, or to a State or local government, for a public purpose, or shall be distributed for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes."

3. The foregoing Amendments were adopted by the unanimous approval of the Board of Directors of this corporation entitled to vote thereon on the 15<sup>TH</sup> day of December, 1998. There are no Members entitled to vote on the foregoing Amendments.

The undersigned President of this corporation has executed these Articles of Amendment on the 15<sup>TH</sup> day of December, 1998.

  
TIMOTHY D. HOGAN, D.M.D., President