

N99000004452

FILED

99 OCT -8 AM 8:51

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

October 5, 1999

200003010212--1

-10/08/99--01083--006

\*\*\*\*\*43.75 \*\*\*\*\*43.75

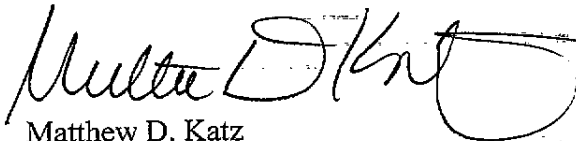
Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Dear Sir/Madam:

Enclosed herein (i) are the Articles of Amendment to the Articles of Incorporation of the Flippen House Corporation, a Florida not-for-profit corporation, (ii) a check in the amount of \$43.75 (representing the \$35.00 filing fee for such Articles of Amendment, and \$8.75 for a certified copy of the Articles of Incorporation, and the amendments thereto, for the Flippen House Corporation.

If you have any questions, I can be reached at (954) 769-7218. Please direct all correspondence to the undersigned, Matthew D. Katz, 1900 Sunset Harbor Drive #1911, Miami Beach, FL 33139.

Sincerely,



Matthew D. Katz  
On behalf of the  
Flippen House Corporation

Amend  
10-18-99  
PMS

cc: Melissa Flippen, President/Executive Director  
of the Flippen House Corporation

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
THE FLIPPEN HOUSE CORPORATION**

**FILED**  
99 OCT -8 AM 8:51  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

*Pursuant to the provisions of Section 617.1006, Florida Statutes, the undersigned Florida non-profit corporation hereby adopts the following Articles of Amendment to its Articles of Incorporation.*

**SECTION 1. Amendments Adopted:**

(A) Article III is hereby replaced in its entirety as follows:

**ARTICLE III.**

**PURPOSE**

The Corporation shall be a Florida Not-for-Profit Corporation under Chapter 617 of the Florida Statutes. The Corporation shall be formed exclusively to receive and administer funds for the scientific, educational, and charitable purposes (within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended). Specifically, the purpose of the Corporation shall be to provide shelter, food, child care and support to (i) pregnant woman between the ages of thirteen (13) and twenty-one (21), and (ii) women between the ages of thirteen (13) and twenty-four (24) whom have children to support and care for, in order for such women to either find employment, remain employed, or to finish or continue their education.

(B) The following Articles are hereby adopted in their entirety:

**ARTICLE VII.**  
**DURATION**

The Corporation shall have a perpetual existence commencing upon filing of the Articles of Incorporation with the Secretary of State.

**ARTICLE VIII.**  
**RESTRICTIONS**

1. No part of the net earnings of the Corporation shall inure to the benefit, or be distributable to any of the members, trustees, officers of the Corporation, or any private individual

(except the reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes and that the Corporation shall be authorized to make payments and distributions in furtherance of one or more of its purposes), and no member, trustee, officer of the Corporation, or any private individual shall be entitled to share in the distribution of any of the assets of the Corporation on dissolution of the Corporation. 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 publication or distribution of statements) any political campaign on behalf of any candidate for public office.


2. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any activities not permitted by an organization exempt under Section 501(c)(3) of the Internal Revenue Code, and the regulations thereunder, as they now exist or as they may be amended, or by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, and the regulations thereunder, as they now exist or as they may be amended.

3. Upon the dissolution of the Corporation or the winding up of its affairs, the assets of the Corporation shall be distributed to (i) charitable, religious, scientific, literary, or educational organizations which would then qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code, and the regulations thereunder, as they now exist or as they may be amended, or (ii) to the federal government, or to a state or local government, for any public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for charitable, religious, scientific, literary, or educational organizations which would then qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code, and the regulations thereunder, as they now exist or as they may be amended.

**SECTION 2:** The date of the adoption of these Articles of Amendment to the Articles of Incorporation of the Corporation was September 29, 1999.

**SECTION 3:** There are no members or members entitled to vote on this amendment. This amendment was adopted by the unanimous approval of the Board of Directors of the Corporation.

**THE FLIPPEN HOUSE CORPORATION**

By:   
Melissa Flippen, President/Executive Director

Dated as of: September 29, 1999