

N 99000007223

GLENN K. ALLEN

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LEGAL ASSISTANTS:
NANCY W. DEMETROS
KIM L. MILLER

February 29, 2000

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

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-03/01/00--01068--023
*****35.00 *****35.00

Attn: Certifications Section

Re: The Rita Foundation, Inc.
Articles of Amendment

Dear Sirs:

Please find enclosed the original and one copy of Articles of Amendment amending Article IV and XII of the Articles of Incorporation of THE RITA FOUNDATION, INC. and my check in the amount of \$35.00 as and for filing fees.

Your prompt attention to this matter would be greatly appreciated. If you have any questions, please do not hesitate to contact me.

Sincerely,



GLENN K. ALLEN

GKA:nw
Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAR 15 PM 1:17

Amend
LHJ 3-15-2000



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

March 10, 2000

Glenn K. Allen, Esquire
353 East Forsyth Street
Jacksonville, FL 32202

SUBJECT: THE RITA FOUNDATION, INC.
Ref. Number: N99000007223

We have received your document for THE RITA FOUNDATION, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Nonprofit corporations do not have shareholders. Please remove any reference to shareholders from the document.

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) 487-6910.

Louise Flemming-Jackson
Corporate Specialist Supervisor

Letter Number: 500A00013388

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LEGAL ASSISTANTS:
NANCY W. DEMETROS
KIM L. MILLER

March 14, 2000

VIA FEDERAL EXPRESS

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Attn: Louise Flemming-Jackson
Certifications Section

**Re: The Rita Foundation, Inc.
Articles of Amendment
Ref. Number N99000007223**

Dear Ms. Flemming-Jackson:

Please find enclosed the original and one copy of Articles of Amendment amending Article IV and XII of the Articles of Incorporation of THE RITA FOUNDATION, INC. which I have amended to reflect the changes requested in your letter of March 10, 2000.

Your prompt attention to this matter would be greatly appreciated. If you have any questions, please do not hesitate to contact me.

Sincerely,



GLENN K. ALLEN

GKA:nw
Enclosures

00 MAR 15 PM 1:17

**ARTICLES OF AMENDMENT
OF
THE RITA FOUNDATION, INC.**

1. The following provisions of the Articles of Incorporation of The Rita Foundation, Inc., a Florida corporation, filed in Tallahassee on December 6, 1999, be and they hereby are amended in the following particulars:

Article IV. PURPOSE AND POWERS OF THE FOUNDATION, be and they are hereby amended to read as follows:

A. The purposes and object of the Foundation is to raise money for breast cancer research, awareness, and related patient service programs. A volunteer organization will conduct various events and solicit donations from individuals, companies and organizations. The proceeds of their efforts will be donated to local hospitals, research programs and support groups.

B. The Foundation does not contemplate pecuniary gain or profit to the Members thereof and shall undertake and perform all acts and duties incident to the operation, management, preservation and control of the Property in accordance with the terms, provisions and conditions of these Articles of Incorporation and the Bylaws of the Foundation.

C. The Foundation shall have the following powers:

1. All of the powers and privileges granted to the corporations not for profit under the laws of the State of Florida as the same may be amended from time to time as therein provided.

2. All of the powers reasonably necessary to implement and effectuate the purposes of the Foundation, including, without limitation, the power, authority and right to undertake all powers and duties set forth in these Articles and Bylaws as the same may be amended from time to time, the Bylaws being incorporated herein as if set forth in full.

3. The right to fix, levy, collect and enforce payment by any lawful means, all charges or dues to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Foundation.

D. The purposes for which the corporation is organized are exclusively charitable and educational within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law.

E. Notwithstanding any other provision of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law.

Article XII. DISSOLUTION, be and it is hereby amended to read as follows:

This Foundation may be dissolved by the approval of two-thirds of the votes of the Foundation. In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations which themselves are exempt as organizations described in sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986 or corresponding sections of any prior or future Internal Revenue Code, or to the Federal, State or local government for exclusive public purpose.

2. The foregoing amendment was adopted by the members and directors of the corporation on the 28th day of February, 2000, and the number of votes cast for the amendment was sufficient for approval.

IN WITNESS WHEREOF, the undersigned members of this corporation have executed these Articles of Amendment this 13 day of March, 2000.

THE RITA FOUNDATION, INC.

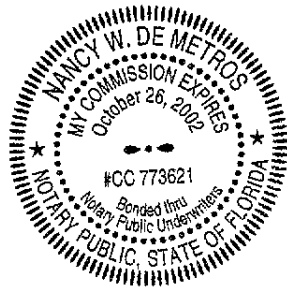
By: Charles Jantz
President

By: Kenny Jantz
Secretary

STATE OF FLORIDA
COUNTY OF DUVAL

BEFORE ME, the undersigned authority, personally appeared Charles + Nancy Jantz known to me to be the person who executed the foregoing Articles of Amendment and he acknowledged before me that he executed such instrument for the purposes therein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 13th day of March, 2000.



Nancy W. DeMetres
Notary Public, State of Florida
My Commission Expires: