

STATE OF ALABAMA
DOMESTIC NON-PROFIT CORPORATION
ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION GUIDELINES

INSTRUCTIONS (PLEASE TYPE)

FILE THE ORIGINAL AND TWO COPIES IN THE COUNTY WHERE THE ORIGINAL ARTICLES OF INCORPORATION ARE FILED. IF THE AMENDMENT CHANGES THE NAME, THE SECRETARY OF STATE'S FEE IS \$10. OTHERWISE, THERE IS NO FEE FOR FILING A NON-PROFIT AMENDMENT. THE PROBATE JUDGE'S MINIMUM FEE FOR FILING AN AMENDMENT IS \$10.

PURSUANT TO THE PROVISIONS OF THE ALABAMA NONPROFIT CORPORATION ACT, THE UNDERSIGNED HEREBY ADOPTS THE FOLLOWING ARTICLES OF AMENDMENT.

Article I The name of the corporation:
intellert, Inc.

Article II The following amendment was adopted:

Article I The name of the corporation: SHELDON Foundation, Inc.

Article IV The Corporation is a non-member organization

Article VI The directors are James S. Rice, James A. Rice, and Eva D. Pollock-Anderson

Article III The date of the meeting of the members where the amendment was adopted, a quorum was present, and the amendment received at least two-thirds of the votes entitled to be cast: N/A

Article IV If there was no meeting, attach a statement that such amendment was adopted by written consent and signed by all members entitled to vote.

Article V If there are no members or no members are entitled to vote, attach a statement indicating this fact, the date of the Board of Directors meeting at which the amendment was adopted, and that the amendment was adopted by the vote of a majority of the directors in office.

Date: 3.20.05

Jim Rice

Signature of President or Vice President

Eva D. Pollock-Anderson

Signature of Secretary or Assistant Secretary

STATE: Alabama

COUNTY: Madison

BEFORE ME THE UNDERSIGNED AUTHORITY IN AND FOR SAID COUNTY AND STATE, PERSONALLY APPEARED James S. Rice WHO BEING BY ME FIRST DULY SWORN, BOTH DEPOSE AND SAY THAT HE/SHE IS THE President OF intellert, Inc., AN ALABAMA CORPORATION, AND THAT THE FOREGOING STATEMENTS CONTAINED IN THIS AMENDMENT ARE TRUE, FULL AND CORRECT.

Jim Rice

SIGNATURE OF OFFICER ABOVE

SUBSCRIBED AND SWORN TO BEFORE ME ON THIS THE 29 DAY OF March, 2005, IN WITNESS WHEREOF I HERETO SUBSCRIBE MY NAME AND AFFIX THE SEAL OF MY OFFICE.

Georgina Giffin
SIGNATURE OF NOTARY

My Commission Expires 03-11-2008

MY COMMISSION EXPIRES



March 20, 2005

Domestic Nonprofit Corporation**SHELDON Foundation, Inc.****Article III**

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, or the corresponding section of any future federal tax code.

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 purpose 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 provisions 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.

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future Federal tax code, or shall be distributed to the Federal, state, or local government for a 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 of the organization is then located, exclusively for such purposes.

128 Sunshine Dr.
Harvest, AL 35749

EIN: 20-1941647

**DIRECTORS RESOLUTION
ADVISING AMENDMENT TO ARTICLES OF INCORPORATION OF**

intellert, Inc.

Date: March 20, 2005

By a duly-made and seconded motion, a majority of the Board of Directors of the Corporation voted to adopt the following resolution:

RESOLVED, the Board of Directors finds it to be in the best interest of the Corporation to amend the Articles of Incorporation to read as follows:

- Article I The name of the Corporation: SHELDON Foundation, Inc.
- Article IV The Corporation is a non-membership organization.
- Article VI The directors are James S. Rice, James A. Rice, and Eva D. Pollock-Anderson

RESOLVED, that the President of the Corporation is hereby directed to file Articles of Amendment with the Alabama Secretary of State.

The undersigned hereby certifies that he/she is the duly-elected Secretary of the Corporation and that the above is a true and correct copy of a resolution duly-adopted at a meeting of the Board of Directors that was held in accordance with State law and the By-Laws of the Corporation on March 20, 2005, and that such resolution is now in full force and effect.

IN WITNESS THEREOF, I have affixed my name as Secretary of the Corporation and have hereunto affixed the corporate seal of the Corporation.

Eva D. Pollock-Anderson 3/20/05

Secretary

Date

James S. Rice

3-20-05

Director

Date

James A. Rice

3/20/05

Director

Date

State of Alabama Montgomery Co
I Certify This Document
was filed on
4/7/05 2:32:09 PM Abstract# 37872
Reese McKinney, Jr.
Judge of Probate

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|----------------------|----------|
| Non Profit Amendment | \$ 15.00 |
| 1 Index Fee | \$5.00 |
| 3 @0.00per page fee | \$0.00 |
| 1 Recording Fee | \$10.00 |