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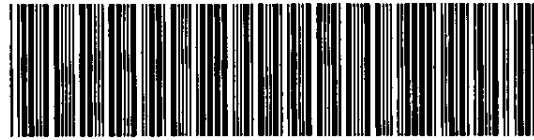
(Business Entity Name)

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TALLAHASSEE, FLORIDA

Carlton & Carlton, P.A.
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March 3, 2014

Diane Cushing, Senior Section Administrator
Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

RE: Lions Club of Lakeland, Florida, Inc.

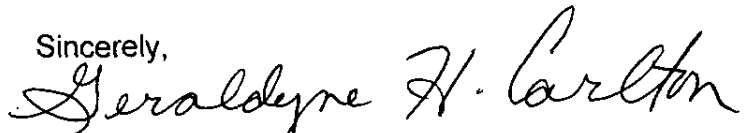
Dear Ms. Cushing:

Enclosed please find the following:

- First Amendment to Articles of Incorporation for Lakeland Lions Club
- Check in the amount of \$52.50
- Copy of your February 24, 2014 letter

Thank you for your assistance. Please let me know if you have any questions.

Sincerely,


Geraldine H. Carlton

GHC/cfw

Enclosures

XC: Linda Cotton, Lions Club President

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Division of Corporations

February 24, 2014

GERALDYNE H. CARLTON
CARLTON & CARLTON, P.A.
2310 LAKELAND HILLS BOULEVARD
LAKELAND, FL 33805

We have received your document for LIONS CLUB OF LAKELAND, FLORIDA, INC. and your check(s) totaling \$52.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The Department of State does not handle the Constitution and Bylaws of any corporation. We suggest that you update the Fourth Article in your amendment. If you insist on filing the amendment with this statement in your articles you will have to file articles of amendment with our office every time you change them and that could be a lot of amendment filings in the future with our office.

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) 245-6050.

Diane Cushing
Senior Section Administrator

Letter Number: 514A00004025

RECEIVED
14 MAR -5 PM 1:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FIRST AMENDMENT
to
ARTICLES OF INCORPORATION
for
LIONS CLUB OF LAKELAND, FLORIDA, INCORPORATED,
DATED MAY 19, 1964
Document Number 707315

FILED
14 MAR - 5 PM 3:14
TALLAHASSEE COUNTY FLORIDA
SECRETARY OF STATE

Be it hereby resolved that on the 3 day of MARCH, 2014 the following changes and or additions were made to the organization's organizing document.

First: Purpose. This organization is organized exclusively for charitable purposes under section 501(c)(3) of the Internal Revenue Code or corresponding section of any future federal tax code, and in particular, for all purposes set forth by Lions Clubs International.

Second: Dissolution. This organization, hereby permanently dedicates its assets for purposes allowed pursuant to section 501(c)(3). In the event this organization is ever dissolved, all assets of this organization must be distributed for an exempt purpose described in section 501(c)(3), or to the federal, state, or local government for a public purpose, or to an organization relating to the Lions organization that is exempt under section 501(c)(3). The first choice for the assets of this organization to be distributed to is Florida Lions Conklin Centers for the Blind, Inc., provided said organization meets the criteria established herein.

Third: It shall be the policy of this organization to be racially non-discriminatory.

Fourth: Inasmuch as the Lions Club of Lakeland, Florida has been chartered by the International Association of Lions Clubs as Club Number 12640, the Lions Club of Lakeland, Florida, hereby amends the Articles of Incorporation of the Lions Club of Lakeland, Florida to state that Lions Club of Lakeland, Florida, Incorporated shall be governed by the Constitution and by-laws of Lions International.

SO SAY WE ALL

Dated this 3 day of MARCH, 2014.

President:

Linda Cotton
Linda Cotton

Secretary:

Marcia Swindell
Marcia Swindell