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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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PETER B. ZELL
1004 East Gulf Drive
Sanibel, FL 33957
(239) 395-2122
Email: pbzell@aol.com

April 22, 2009

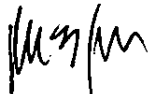
FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314

TO WHOM IT MAY CONCERN:

Please find enclosed Amended Articles of Incorporation for the Art Council of Southwest Florida.

Please send me certified copies of the filed document showing the filed stamp. Enclosed are checks for the \$35 filing fee and the \$8.75 for certified copy.

Very truly yours,



Peter B. Zell



FLORIDA DEPARTMENT OF STATE
Division of Corporations

May 5, 2009

PETER B. ZELL
1004 EAST GULF DRIVE
SANIBEL, FL 33957

SUBJECT: ART COUNCIL OF SOUTHWEST FLORIDA, INC.
Ref. Number: 708538

We have received your document for ART COUNCIL OF SOUTHWEST FLORIDA, INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Florida law requires the street address of the principal office and, if different the mailing address of the entity. A post office box is not acceptable for the principal 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) 245-6916.

Carol Mustain
Regulatory Specialist II

Letter Number: 209A00015094

AMENDED ARTICLES OF INCORPORATION

OF

ART COUNCIL OF SOUTHWEST FLORIDA, INC.

We, the undersigned, hereby associate ourselves for the purpose of becoming a non-profit corporation under the laws of the State of Florida by and under the provisions of the statutes of the State of Florida, providing for the formation, liability, rights, privileges, and immunities of a corporation not for profit.

ARTICLE I

The name of the corporation shall be ART COUNCIL OF SOUTHWEST FLORIDA, INC.

ARTICLE II

The principal place of business of the corporation shall be: Street Address 7736 Myrsine Cir., Pineland, FL 33945; Mailing address: PO Box 234, Pineland FL 33945

ARTICLE III

The general practice of its business and the objects and purposes proposed to be transacted and carried on shall be: The education of private individuals and artists, including but not limited to the following: (1) Providing and coordinating exhibition and art-related activities of various art leagues and art clubs composing the ART COUNCIL OF SOUTHWEST FLORIDA; (2) The exchange of ideas and promotion and appreciation of art, by and for the public interest and the membership of the corporation's member leagues, through actual exhibitions, coordination of member leagues activities, and regular art demonstrations, workshops, classes and art lectures, and internet activities.

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TALLAHASSEE, FLORIDA

ARTICLE IV

The qualification and members in the manner of their admission shall be determined by the Board of Directors and set out in the by-laws and policy of this organization.

ARTICLE V

The non-profit corporation shall have perpetual existence.

ARTICLE VI

The names and addresses of the original subscribers forming this corporation, not for profit, as set out above, are as follows:

MARJORIE CRANE
3027 Calvin Boulevard
Fort Myers, Florida

MIMI ROMIG
Coconut Drive
Fort Myers, Florida

BETTY ANDERSON
1601 Lee Avenue
Lehigh Acres, Florida

DANIEL J. GRUBB
1004 E. Jersey Road
Lehigh Acres, Florida

The government and affairs of the corporation shall be vested in a Board of Directors of not less than three (3) and not more than twelve (12), who shall be nominated and elected from the membership of the corporation in the manner prescribed in the by-laws.

ARTICLE VII

The names and post office addresses of the present Board of Directors of this Corporation who shall hold office until their successors are chosen and are duly qualified shall be:

Phyllis Dowd, President, PO Box 234, Pineland, Florida 33945

Caroll Cornelius, Treasurer, 20081 Wolfel Trail, Estero, Florida 33928

Michele Buelow, Recording Secretary, 16098 Via Solero Circle, Fort Myers, Florida 33908

ARTICLE VIII

The following named persons shall act as officers of the corporation until such time as their successors have been elected and duly qualified:

President, Phyllis Dowd, PO Box 234, Pineland, FL 33945

Recording Secretary, Caroll Cornelius, 20081 Wolfel Trail, Estero, FL 33928

Corresponding Secretary, Marjorie Ewell, 3316 SE 22d Pl., Cape Coral, FL, 33904

ARTICLE IX

The by-laws of the corporation are to be made and shall be effective immediately following adoption, by a majority vote of the members of the corporation present at a meeting called for that purpose, and when adopted shall supersede all previous by-laws and amendments enforced prior to that time. The by-laws and the articles of incorporation may be altered or amended by a majority vote of members in good standing in attendance at any regular meeting or meeting called especially for that purpose, provided that such proposed amendments or by-laws shall be plainly stated in the call for such meeting, at which time amendments or by-laws are to be considered and due

CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION OF
THE ART COUNCIL OF SOUTHWEST FLORIDA

WE HEREBY CERTIFY THAT the attached amendments to the Articles of Incorporation of the Art Council of Southwest Florida, as shown in the attached Amended Articles, were passed by the members of the said art council in accordance with the necessary majority of affirmative votes to pass amendments as required, and, that as a result thereof, and proper notice having been given, said amendments have been duly adopted at the general meeting of the Art Council of Southwest Florida on Tuesday, March 24, 2009.

IN WITNESS WHEREOF, we have hereunto affixed our hands this 24 day of March, 2009.

BY: Phyllis S. Doud

ART COUNCIL OF SOUTHWEST FLORIDA

PRINT NAME: Phyllis S. Doud

Witness: [Signature]

PRINT NAME: PETER ZELL

Witness: [Signature]

PRINT NAME: GARY S. WALKER

STATE OF FLORIDA
SS
COUNTY OF LEE

The foregoing instrument was acknowledged before me on _____ 2009, by _____, whose title is _____ on behalf of the Art Council of Southwest Florida. He/She is personally known to me or has produced Florida's driver's license identification and did not take an oath.

Witness my hand and official seal on March 24, 2009, in Lee County, Florida.

[Signature]
Signature of Notary Public

My commission expires: 4/13/12

