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VISUALLY IMPAIRED PERSONS OF SOUTHWEST FLORIDA, INCO

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August 7, 2008

FLORIDA DEPARTMENT OF STATE

Division of Corporations
VISUALLY IMPAIRED PERSONS OF SOUTHWEST FLORIDA, INCORPO
P.O. BOX 3464
N. FT. MYERS, FL 33918-3464

SUBJECT: VISUALLY IMPAIRED PERSONS OF SOUTHWEST FLORIDA, INCORPORATED
REF: 730754

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

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.

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Darlene Connell
Regulatory Specialist II

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Please return original filing date of August 7, 2008.

Thank you.

Daphne Polk
(Tp. 239-344-1153)

P.O BOX 6327 - Tallahassee, Florida 32314

FAX AUDIT NO. H08000190222 3

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TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
Visually Impaired Persons of Southwest Florida, Incorporated**

Document Number: 730754

Pursuant to the provisions of Section 617.1006, Florida Statutes, Visually Impaired Persons of Southwest Florida, Incorporated, a Florida not for profit corporation (the "Corporation") adopts the following articles of amendment to its articles of incorporation, as the same have been previously amended (the "Articles"):

FIRST: Article II of the Articles and Amendment II shall be deleted in their entirety and replaced with the following language:

**"ARTICLE II
Purposes and Objectives**

The general nature and the objectives and purposes of this Corporation shall be:

1. To promote the health and welfare of visually impaired persons through the provision of services designed to assist the visually impaired in daily life.
2. To do any and all things necessary and appropriate in connection with the foregoing purpose and incidental thereto
3. The corporation's purposes are hereby limited in such a manner as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended ("Code"), or under any corresponding provision of any subsequent federal tax laws."

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SECOND: Article III, Section 3 of the Articles, as amended by Amendment VI, shall be deleted in its entirety and replaced with the following language:

"Section 3: Associate Membership. To be eligible for associate membership, an individual must have a special interest in the area of visual impairment, but not be eligible for regular membership under Section 2 of this Article. Associate members shall have all the privileges of membership."

THIRD: Article VI, Section 2 of the Articles shall be deleted in its entirety and replaced with the following language:

"Section 3: All of the officers listed in Section 1 of this article shall be elected in accordance with the by-laws for the term as set forth therein."

FOURTH: Article VII, Section 1 of the Articles, as amended by amendment VII, shall be deleted in its entirety and replaced with the following language:

"Section 1: The business affairs of this corporation shall be managed by the Board of Directors. The number of Directors may be increased or decreased from time to time as provided in the Bylaws but shall never be less than three (3)."

FIFTH: Article VII, Sections 2 of the Articles shall be deleted in its entirety.

SIXTH: Article VIII, Section 2 of the Articles, as amended by amendment VIII, shall be deleted in its entirety and replaced with the following language:

"Section 2: The by-laws may be amended, altered or rescinded by the Board of Directors in the manner set forth in the by-laws."

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SEVENTH: Article IX shall be deleted in its entirety and replaced with the following language:

**"ARTICLE IX
Amendments**

These Articles may be amended by the affirmative vote of a majority of the members of the Board of Directors."

EIGHTH: The Members entitled to vote on the amendments contained herein voted to approve these amendments through written consent action in accordance with the Articles and Bylaws of the Corporation. The date of such approval was July 28, 2008. The number of votes cast for the amendment was sufficient for approval.

The undersigned President of this Corporation has executed these Articles of Amendment on the 13th day of August, 2008.

Deborah A Conrad
Deborah Conrad, President

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