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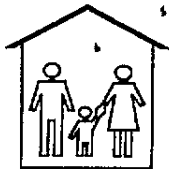


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FILED
04 JUN 17 PM 3:39
STATE OF FLORIDA
TALLAHASSEE, FLORIDA

6/23/04
withdrawal



HOMES IN PARTNERSHIP, INC.

June 14, 2004

EXECUTIVE DIRECTOR
H. Lewis Kellom

PRESIDENT
Dr. Judith Kovisars
Fannie Mae/Orlando

VICE PRESIDENT
Mark J. Conte
Bank of America

SECRETARY
Carmen J. Davila
Orange County Health
and Family Services

TREASURER
Lelia W. Allen
City of Orlando

Lonzia J. Berry
Leesburg, FL

David L. Call
Apopka Police Department

Eric Cleveland
Darden Restaurants

C. Heywood Gordon
The First National Bank
of Mt. Dora

Ernesto Gonzalez-Chavez
Architects in Partnership, Inc.

Sharon R. Hughes
Washington Mutual

Diana Lee
Sumter County
Economic Dev. Council

Nancy J. Parker
Ocoee Commissioner

Melvin Philpot
Progress Energy

Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

RE: Homes In Partnership, Inc., Articles of Incorporation Amendment

This is a request to have the enclosed Articles of Amendment to the Articles of Incorporation of Homes In Partnership, Inc., filed with the Florida Secretary of State. Enclosed is a check for \$43.75 (\$35.00 filing fee, plus \$8.75 for certified copy of the Amendment).

Please send certified copy to:

Mrs. Bonita S. McCoy, Deputy Director
Homes In Partnership, Inc.
235 E. Fifth Street
Apopka, FL 32703

Sincerely yours,

Bonita S. McCoy
Deputy Director

bd

Enclosure: Check
Articles of Amendment

CORPORATE OFFICE

235 East Fifth Street Δ P. O. Box 761 Δ Apopka, FL 32703
(407) 886-2451 Δ (407) 886-5304 Fax

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION OF
HOMES IN PARTNERSHIP, INC.**

FILED
04 JUN 17 PM 3:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following Articles of Amendment to its Articles of Incorporation ("Amendment").

FIRST: Article II of the Articles of Incorporation is hereby amended as follows,

"The general nature of the objects and purpose of this Corporation is to promote the general welfare of the community by assisting low and moderate-income persons in obtaining decent housing that is affordable, and adequate to meet their needs, and for that purpose:

to assist low income persons in the acquisition and construction of housing and related facilities without regard to race, color, creed or national origin;

to acquire, improve and operate any real or personal property or interest or rights therein or appurtenant thereto;

to borrow money and to execute such evidence of indebtedness and such contracts, agreements and instruments as may be necessary, and to execute and deliver any mortgage, deed of trust, assignment of income or other security instrument in connection therewith;

to do all things necessary and appropriate for carrying out and exercising the forgoing purposes and powers."

Article III of the Articles of Incorporation is hereby amended as follows:

"The membership of this Corporation shall consist of such individuals or organization, as from time to time, may become members of the Board of Directors as provided in the By-Laws."

Article VII of the Articles of Incorporation shall be deleted and re-stated as follows:

Section 1. "The affairs of the Corporation shall be managed by the Board of Directors. The number of Directors shall be determined annually by the Board of Directors."

Homes In Partnership, Inc.
Articles of Amendment

Section 3. "Members of the Board of Directors shall be elected and hold office in accordance with the By-Laws."

Article X of the Articles of Incorporation shall be amended as follows:

"The location of the Corporate office of Homes in Partnership, Inc, is 235 East Fifth Street, Apopka, Florida, 32703."

Article XI of the Articles of Incorporation shall be amended as follows:

"The annual meeting of the Corporation shall be held in November at the Corporate office of Homes in Partnership, Inc., 235 East Fifth Street, Apopka, Florida 32703."

SECOND: The date of adoption of the amendments by the Board of Directors was
May 21, 2004.

THIRD: There are no members or members entitled to vote on the Amendment, other than the members of the Board of Directors. The Amendment was adopted by the Board of Directors.

IN WITNESS WHEREOF, the undersigned officer of the Corporation executes this Amendment, which is the second amendment, to the Articles of Incorporation, effective the 21st day of May, 2004.

Lelia W. Allen
Signature
Print Name: Lelia W. Allen
Title: Treasurer Date: 6/14/04