

No 1000003619

ST. PETERSBURG SUNCOAST
ASSOCIATION OF REALTORS®, INC.
7655 - 38th Avenue North
St. Petersburg, Florida 33710

900004511539--2
-08/01/01--01079--006
*****35.00 *****35.00

Office Use Only.

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

FILED OF STATE
SECRETARY OF CORPORATIONS
01 AUG - 1 PM 2:47

- Walk in Pick up time Certified Copy
 Mail out Will wait Photocopy Certificate of Status

NEW FILINGS

- Profit
 Not for Profit
 Limited Liability
 Domestication
 Other

AMENDMENTS

- Amendment
 Resignation of R.A., Officer/Director
 Change of Registered Agent
 Dissolution/Withdrawal
 Merger

OTHER FILINGS

- Annual Report
 Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
 Limited Partnership
 Reinstatement
 Trademark
 Other

Amend.

V SHEPARD AUG 8 2001

Examiner's Initials

ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION
of

FILED
SECRETARY OF STATE
DIVISION OF CORPORATION
01 AUG -1 PM 2:47

PINELLAS SUNCOAST ASSOCIATION OF REALTORS, INC.
(present name)

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.

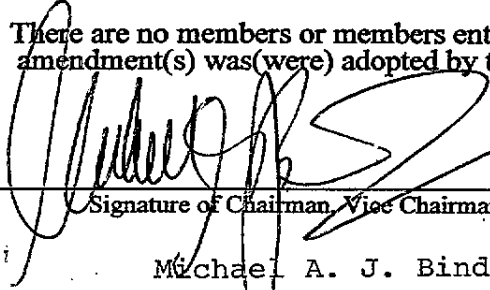
FIRST: Amendment(s) adopted: (INDICATE ARTICLE NUMBER(S) BEING AMENDED, ADDED OR DELETED.)

ARTICLE IX (Bylaws) AMENDED as follows: The conduct of the affairs of the Association shall be governed by the Bylaws. The method and procedure for adopting, amending and repealing the Bylaws shall be set forth in the Bylaws. Except for the adoption of the initial Bylaws, the Bylaws shall provide that the adoption, ratification, amendment or repeal of one or more bylaws shall require a two-thirds (2/3) vote of the REALTOR members present and qualified to vote at any meeting at which a quorum is present. The initial Bylaws of the Association shall be those adopted by the Board of Directors following approval of the Agreement and Plan of Merger between the St. Petersburg Suncoast Association of REALTORS, Inc. and the Greater Clearwater Association of REALTORS, Inc. dated 5/3/2001, but prior to the "Effective Date" of that merger. The Bylaws so adopted shall remain in effect until ratified, amended or repealed by the Members and Directors as provided in those Bylaws.

SECOND: The date of adoption of the amendment(s) was: June 1, 2001

THIRD: Adoption of Amendment (CHECK ONE)

- The amendment(s) was(were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.
- There are no members or members entitled to vote on the amendment. The amendment(s) was(were) adopted by the board of directors.



Signature of Chairman, Vice Chairman, President or other officer

Michael A. J. Bindman

Typed or printed name

President

Title

Date July 20 2001