

N02000002866

LITCHFORD & CHRISTOPHER

PROFESSIONAL ASSOCIATION

Attorneys and Counselors at Law

BANK OF AMERICA CENTER
390 NORTH ORANGE AVENUE

POST OFFICE BOX 1549
ORLANDO, FLORIDA 32802

www.litchris.com

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 JUN 27 PM 3:49
(407) 422-6600
TELECOPIER (407) 841-0325

June 26, 2002

VIA FEDERAL EXPRESS

Department of State
Division of Corporations
Corporate Filings
409 Gaines Street
Tallahassee, FL 32399

300006064153--4
-06/27/02--01042--004
*****35.00 *****35.00

Re: Advocates & Guardians for the Elderly & Disabled, Inc.

To Whom It May Concern:

Enclosed please find an original and one copy of the Articles of Amendment to Articles of Incorporation of Advocates & Guardians for the Elderly & Disabled, Inc. together with our check in the amount of \$35.00 representing the filing fee. It has been signed by the appropriate corporate officer.

Please file the original and return the enclosed copy with your date stamp to me in the envelope provided. If you have any questions, please do not hesitate to contact me or my paralegal, Dawn Cullen.

Sincerely,


G. Steven Fender

GSF/dac
Enclosures
cc: Nicholas Barton (with enclosure)

Amend.

V SHEPARD JUL 5 2002

ARTICLES OF AMENDMENT

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to

ARTICLES OF INCORPORATION

of

Advocates & Guardians for the Elderly & Disabled, Inc.
A Not for Profit Corporation
Document Number: N02000002866

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

ARTICLE III PURPOSE AND POWERS

The primary purpose for which this Corporation exists is to provide support, outreach, and training related to funding for guardianship and advocacy for individuals who have mental or physical limitations and whose financial ability to pay for these essential services is inadequate.

The organization is organized exclusively for charitable, religious, educational, and/or scientific purposes under section 501(c)(3) of the Internal Revenue Code.

No part of the net earnings of the organization shall inure to the benefit of, or be distributable to, its members, trustees, officers or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or

corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

SECOND: The date of adoption of the amendment was: June 11, 2002

THIRD: Adoption of Amendment (CHECK ONE)

- The amendment was 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 was adopted by the board of directors.

Bruce A. Pronovost
Signature of Chairman, Vice Chairman,
President or other officer

Bruce A. PRONOVOST
Typed or printed name

TREASURER 6-25-02
Title Date