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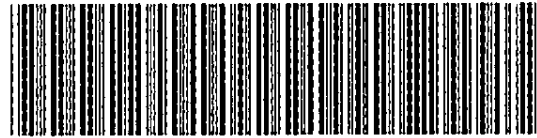
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Amend

JAN 27 2021
ALBRITTON

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
ADVOCATES & GUARDIANS FOR THE ELDERLY & DISABLED, INC.
A Not for Profit Corporation**

Under the provisions of F.S. 617.1006, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Revised Amendment:

**ARTICLE III
PURPOSE AND POWERS**

The primary purpose for which this Corporation exists is to provide funding, support, outreach, resources, and training related to guardianship and advocacy for individuals who are elderly or have mental or physical limitations and whose financial ability to pay for these essential services is inadequate. In addition, this Corporation will provide administration and trustee services for pooled special needs trusts in accordance with the Omnibus Reconciliation Act of 1993, 42 U.S. Code § 1496p, and will act as trustee for other trusts.

Contributions to this organization are used to provide resources and funding for inadequately funded guardianship cases, as well as to educate professionals and the public, and provide resources and support for community programs related to the elderly and other individuals with disabilities.

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 501 (c)(3) of the Internal Revenue Code, or corresponding section any future federal tax code, or (b) by an organization; contributions to which are deductible under section 170(e)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Upon the dissolution of the organization, any assets lawfully available for distribution shall be distributed to one (1) or more qualifying organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future federal tax code, which organization or organizations have a charitable purpose which, at least generally, includes a purpose similar to the terminating or dissolving corporation; or shall be distributed to the federal government, or to a state or local government, for a public purpose.

The organization to receive the assets of the Advocates & Guardians for the Elderly & Disabled, Inc. hereunder shall be selected by the discretion of a majority of the managing body of Advocates & Guardians for the Elderly & Disabled, Inc. and if its members cannot so agree, then the recipient organization shall be selected pursuant to a verified petition in equity filed in a court of proper jurisdiction against Advocates & Guardians for the Elderly & Disabled, Inc. by one (1) or more of its managing body which verified petition shall contain such statements as reasonably indicate the applicability of this section. The court upon a finding that this section is applicable shall select the qualifying organization or organizations to receive the assets to be distributed, giving preference if practicable to organizations located within the State of Florida.

In the event that the court shall find that this section is applicable but that there is no qualifying organization known to it which has a charitable purpose, which, at least generally, includes a purpose similar to this corporation, then the court shall direct the distribution of its assets lawfully available for distribution to the Treasurer of the State of Florida to be added to the general fund.

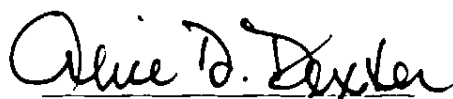
The date of this amendment's adoption: December 15th, 2020.

SECOND: Adoption of Amendment:

This Amendment was approved by the Board of Directors. 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.

Signed on December 15th, 2020.



Alice Dexter

President