

**ROBERTO R. RUELO\***

ATTORNEY AT LAW  
16409 ASHWOOD DRIVE  
TAMPA, FLORIDA 33624-1152

813/963-7648  
FAX 813/963-7840

\*ALSO ADMITTED IN ILLINOIS

*December 8, 1998*

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

Re: Filipino-American Association of Polk County, Inc.  
Document No. N97000005227

Sirs/Mesdames:

**N97000005227**

On behalf of the above-named not for profit organization, I enclose, for filing, in duplicate, its articles of amendment to articles of incorporation, together with a check for \$35.00 as filing fee.

Should you have any questions in connection with this filing, please let me know. Thank you.

Sincerely,

900002710049--5  
-12/11/98--01054--011  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

*Roberto R. Ruelo*

Roberto R. Ruelo

Enclosures

cc: ✓ Mrs. Norma S. Vianzon, FAAPCO President

*Amend  
12-21-98  
DAS*

**FILED**  
98 DEC 11 AM 11:25  
FLORIDA DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

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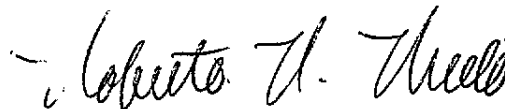
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98 DEC 11 AM 11:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT  
to  
ARTICLES OF INCORPORATION  
of

FILED

98 DEC 11 AM 11:25

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
FILIPINO-AMERICAN ASSOCIATION OF POLK COUNTY, INC.

Pursuant to the provisions of Section 617.1006, Florida Statutes, the undersigned corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: Amendment(s) adopted:

ARTICLE VIII - DISSOLUTION CLAUSE

Upon the dissolution of the Corporation, the board of directors shall, after paying or making provisions for the payment of all of the liabilities of the Corporation, dispose of all the assets of the Corporation exclusively for the purpose of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the circuit court of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

FIRST: Amendment(s) adopted:

SECOND: The date of adoption of the amendment(s) was: December 7, 1998

THIRD: Adoption of Amendment (check one)

The amendment(s) was(were) adopted by 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.

FILIPINO-AMERICAN ASSOCIATION OF POLK COUNTY, INC.

Corporation Name

Signature: *N. Vianzon*

Signature of Chairman, Vice Chairman, President or other officer

NORMA S. VIANZON

Typed or printed name

President

Title

December 8, 1998

Date