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706784

February 17, 1998

Amendment Section
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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-02/19/98--01064--008
*****35.00 *****35.00

Re: The Episcopal Church in the Diocese of Florida, Inc.

Gentlemen:

Enclosed for filing is an original and one copy of Articles of Amendment of the Articles of Incorporation of The Episcopal Church of the Diocese of Florida, Inc., together with our firm's check for \$35 in payment of the filing fee.

After the Articles of Amendment are filed, please send us a file-stamped copy.

Very truly yours,

Kathleen Haggerty
Kathleen Haggerty
Legal Assistant

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 FEB 19 PM 3:16

APPROVED
AND
FILED

Enclosures
c: Harry M. Wilson, III
kh: 232539

3098
Amend
706784
2-19-98

ARTICLES OF AMENDMENT OF
THE ARTICLES OF INCORPORATION OF
THE EPISCOPAL CHURCH IN THE DIOCESE OF FLORIDA, INC.

A. The name of this Corporation is The Episcopal Church in the Diocese of Florida, Inc.

B. Amendments to Sections 1. and 3.(a) of Article VII of the Articles of Incorporation have been adopted by the Diocesan Convention, pursuant to the Articles of Incorporation of this Corporation. As amended, Section 1. of Article VII reads as follows:

"The affairs of the corporation are to be managed by the Bishop of the Diocese (who shall be President and Chief Executive Officer), a Standing Committee, the Diocesan Council (which shall consist of not less than three (3) members), and such other Officers and Agencies as may be provided from time to time by the Canons (bylaws). The Canons shall provide for the time and manner in which the Standing Committee, the Diocesan Council and other Officers and Agencies are elected and appointed."

As amended, Section 3.(a) of Article VII reads as follows:

"The Diocesan Convention shall be the Legislative Authority of the Diocese. It shall be composed of Clergy and Lay Delegates as provided by the Canons. There shall be an annual meeting of the Diocesan Convention at such time and place as the Canons shall provide. The Ecclesiastical Authority of the Diocese shall have the power to call a special Diocesan Convention, provided that thirty (30) days notice thereof shall be given to all Clergy and Congregations entitled to representation, in writing, specifying the time and place of meeting and the business to be transacted."

There are no other amendments to the Articles of Incorporation, except as stated above.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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APPROVED
AND
FILED

C. The dates of the adoption of the amendments to Article VII by the Diocesan Convention are January 24, 1997, and January 30, 1998.

D. The Diocesan Convention was entitled to vote on this amendment and the number of votes cast for the amendment was sufficient for approval.

IN WITNESS WHEREOF, The Episcopal Church in the Diocese of Florida, Inc. has caused these Articles of Amendment to be signed in its name by its President this 12th day of February, 1998.

THE EPISCOPAL CHURCH IN THE DIOCESE
OF FLORIDA, INC.

By: + Stephen H. Jecko
NAME: Stephen H. Jecko
Its President

231054