

711056

HUMPHREY & KNOTT

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†Board Certified Business Litigation Lawyer

July 19, 2000

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

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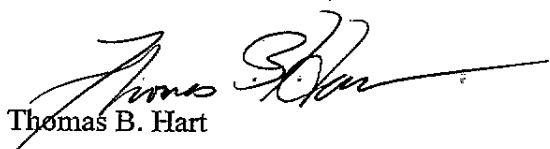
RE: Visiting Nurses Association of Southwest Florida, Inc.
No. 711056

Dear Sir/Madam:

Please file the enclosed Articles of Amendment to the Articles of Incorporation on behalf of the above captioned corporation. A copy of the Board Member Action authorizing this amendment is provided also. Our firm check in the amount of \$35.00, filing fee, is enclosed.

Very truly yours,

HUMPHREY & KNOTT, P.A.


Thomas B. Hart

TBH:pw
Encls:

FILED
00 SEP -7 PM 3:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend
S. PAYNE SEP 7 2000

JAMES T. HUMPHREY
GEORGE H. KNOTT*†
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September 5, 2000

Louise Flemming-Jackson
Corporate Specialist Supervisor
Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Visiting Nurses Association of Southwest Florida, Inc.
Ref No. 711056

Dear Ms. Jackson:

In accordance with your letter of July 28, 2000, enclosed please find revised Articles of Amendment to Articles of Incorporation. Thank you.

Sincerely yours,

HUMPHREY & KNOTT, P.A.



Thomas B. Hart

TBH:pw

Enc:

cc: Anna L. Vann, President (w/enc.)



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

July 28, 2000

Thomas B. Hart, Esquire
% Humphrey & Knott
Post Office Box 2449
Ft. Myers, FL 33902-2449

SUBJECT: VISITING NURSES ASSOCIATION OF SOUTHWEST FLORIDA,
INC.
Ref. Number: 711056

We have received your document for VISITING NURSES ASSOCIATION OF SOUTHWEST FLORIDA, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

If there are MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) the date of adoption of the amendment by the members and (2) a statement that the number of votes cast for the amendment was sufficient for approval.

If there are NO MEMBERS OR MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

Please correct your document to reflect that it is filed pursuant to the correct statute number.

The name of the person signing the document must be typed or printed beneath or opposite the signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6910.

Louise Flemming-Jackson
Corporate Specialist Supervisor

Letter Number: 100A00041189

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

VISITING NURSES ASSOCIATION OF SOUTHWEST FLORIDA, INC.

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: Article VIII, Section 2, is hereby amended to read as follows:

ARTICLE VIII, Section 2

Upon proper notice, the Bylaws and Articles of Incorporation may be amended, altered or rescinded by a two-thirds (2/3) vote of all members voting at any regular meeting or any special meeting called for the purpose, provided that the proposed amendments have been mailed to all members of the Board of Directors at least two (2) weeks prior to the meeting.

SECOND: The date of adoption of the amendment was December 24, 1997.

THIRD: The amendment was adopted by the members and the number of votes cast for the amendment was sufficient for approval.

VISITING NURSES ASSOCIATION OF
SOUTHWEST FLORIDA, INC.



Anna L. Vann, President

Date: 8/14/2000

FILED
00 SEP -7 PM 3:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED
00 SEP -7 PM 3:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA