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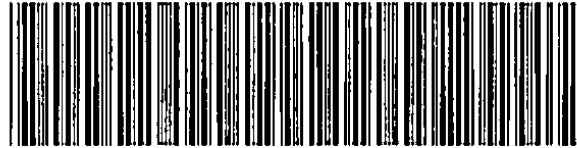
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TALLAHASSEE, FL



COVER LETTER

Amendment Section
Division of Corporations

NAME OF CORPORATION: Episcopal-Catholic Apartments, Inc.

DOCUMENT NUMBER: 721821

enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Mr. Nathan A. Adams, IV

(Name of Contact Person)

Holland & Knight LLP

(Firm/ Company)

5 S. Calhoun Street, Suite 600

(Address)

Tallahassee, FL 32301

(City/ State and Zip Code)

nathan.adams@hklaw.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Mr. Nathan Adams at 850 425-5640
(Name of Contact Person) (Area Code) (Daytime Telephone Number)

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Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
EPISCOPAL-CATHOLIC APARTMENTS, INC.

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(Document No. 721821)

Pursuant to the provisions of section 617.1006, Florida Statutes, and in accordance with Article VI of the "Certificate of Incorporation of Episcopal-Catholic Apartments, Inc.," whereby the Certificate of Incorporation may be amended without the prior written approval of the Secretary because any mortgage on the Corporation's property insured or held by the Secretary of Housing and Urban Development has been discharged and released, this Florida Not For Profit Corporation adopts the following amendments to its Certificate of Incorporation, entitled and hereinafter referred to as the "Articles of Amendment to Articles of Incorporation":

Article I shall be amended in its entirety to read as follows:

- (a) The name of the Corporation is Episcopal-Catholic Apartments, Inc. (hereinafter referred to as "the Corporation").
- (b) The existence of the Corporation will be perpetual.
- (c) The principal office of the Corporation will be located at 500 Avenue L, N.W., Winter Haven, Florida 33881.
- (d) The registered agent of the Corporation is Neal Young, whose address is 500 Avenue L, N.W., Winter Haven, Florida 33881.

Article II shall be amended in its entirety to read as follows:

The purposes for which the Corporation is formed, and the business and objects to be carried on and promoted by it, are as follows:

(a) The Corporation is organized and shall be operated exclusively for charitable, religious, educational, and scientific purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Internal Revenue Code"), including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. The Corporation is empowered to engage in any lawful act or activity in furtherance of these exempt purposes.

(b) No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the Corporation 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 this Article. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

(c) Notwithstanding any other provision of these articles, the Corporation shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions

to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Article III shall be amended in its entirety to read as follows:

In the event of dissolution, winding up, or other liquidation of the assets of this Corporation, the Board of Directors, after paying, satisfying, discharging, or making adequate provision for the payment of all of the liabilities and obligations of the Corporation, shall distribute the Corporation's assets for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the Secretary of Housing and Urban Development or his nominee for a public purpose, as the Board of Directors determines. Any assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction 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.

Article VI shall be amended in its entirety to read as follows:

This Amended Certificate of Incorporation may be amended upon a vote of at least two-thirds of the Directors at any regular meeting or special meeting called for that purpose with at least ten (10) calendar days' prior notice so long as the amendment is not inconsistent with any use restrictions or continuing Regulatory Agreement between the Corporation and the Secretary of Housing and Urban Development.

Adoption of Amendments.

There are no members entitled to vote on these amendments to Articles of Incorporation. These amendments were adopted by the Board of Directors by unanimous consent of the Directors of the Corporation. The date of adoption of the amendments was September 21, 2022.

EPISCOPAL-CATHOLIC APARTMENTS,
INC.

By: Thomas Evans
Thomas Evans
Secretary