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FLORIDA STATEWIDE ORGANIZATION OF OMEGA PSI PHI FRATERNITY, INC.

ARTICLES OF AMENDMENT

COMES NOW, the undersigned authorities, as President and

Secretary of the Florida Statewide Organization of Omega Psi Phi Fraternity, Inc., a Florida non-profit corporation, pursuant to Florida Statutes Section 607.1006(1)(2005), and hereby adopts and files the following Articles of Amendment to the Articles of Incorporation of the Florida Statewide Organization of Omega Psi Phi Fraternity, Inc. These Amendments are intended to replace the existing Articles of Incorporation for the Florida Statewide Organization of Omega Psi Phi Fraternity, Inc. After the following amendments, corrections, deletions, and/or changes, the Articles of Incorporation of the Florida Statewide Organization shall be the following:

ARTICLE I (Name)

The name of the corporation shall be the FLORIDA STATEWIDE

ORGANIZATION OF OMEGA PSI PHI FRATERNITY, INC.

ARTICLE II (Purposes)
(Replaces Old Article II)

The purposes of the FLORIDA STATEWIDE ORGANIZATION OF OMEGA PSI PHI FRATERNITY, INC., shall be the following:

- A. To promote fraternal brotherhood amongst the brothers of the Omega Psi Phi Fraternity, Inc., throughout the State of Florida and encourage the accomplishments of the goals stated below in paragraphs B and C.
- B. To operate exclusively for charitable and educational purposes including, for such purposes, the making of distributions to organizations qualifying as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, through the collection of funds from members and dispensing the same funds to students seeking to further his/her education and dispensing the funds in the community for charitable purposes to better the community.
- C. To promote and advance the welfare of the State of Florida community through community services, programs, and civic activities.

ARTICLE III (Qualification(s) of Members)
(Replaces Old Article III)

A. Membership into the FLORIDA STATEWIDE ORGANIZATION OF OMEGA PSI PHI FRATERNITY, INC., shall consist of all persons who may from time-to-time become members by the approval of a majority of the members of the various chapters that constitute the organization in the State of Florida.

B. Membership into the FLORIDA STATEWIDE ORGANIZATION OF OMEGA PSI PHI FRATERNITY, INC., shall not be based on race or ethnicity.

ARTICLE IV (Term of Existence)

Deleted

ARTICLE V (Subscribers)

Unchanged

ARTICLE VI (Officers)
(Replaces Old Article VI)

Section 1: The Officers of the FLORIDA STATEWIDE

ORGANIZATION OF OMEGA PSI PHI FRATERNITY, INC., shall

consist of the president (State Representative), vice-president (First Vice State), second vice-president (Second Vice State), secretary (Keeper of Records and Seal), treasurer (Keeper of Finance), and chaplain (Chaplain).

ARTICLE VII (Board of Directors)
(Replaces Old Article VII)

Section 1: The business affairs of the FLORIDA STATEWIDE ORGANIZATION OF OMEGA PSI PHI FRATERNITY, INC., shall be managed by the Board of Directors. The Board of Directors shall consist of six (6) individuals: the president (State Representative), vice-president (First Vice State), second vice-president (Second Vice State), secretary (Keeper of Records and Seal), treasurer (Keeper of Finance) and the chaplain (Chaplain).

ARTICLE VIII (By-Laws)

Deleted

ARTICLE IX (Amendments)

Deleted

ARTICLE X (Principle Place of Business)
(Replaces Old Article X)

The principle place of business for the FLORIDA STATEWIDE ORGANIZATION OF OMEGA PSI PHI FRATERNITY, INC., is currently 4463 S.W. 21st Lane, Gainesville, Florida 32607, but is subject to change and notice provided to the Florida Department of State Division of Corporations.

ARTICLE XI (Earnings)
(Replaces Old Article XI)

No part of the net earnings of the FLORIDA STATEWIDE ORGANIZATION OF OMEGA PSI PHI FRATERNITY, INC., shall inure to the benefit of, or be distributed to its members, trustees, officers, or other private persons, except 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 purposes clause herein (Article II).

**ARTICLE XII (Prohibited Activites)
(Addition)**

No substantial part of the activities of the FLORIDA STATEWIDE ORGANIZATION OF OMEGA PSI PHI FRATERNITY, INC., 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 Section 501(c)(3) of the Internal Revenue Code, or (b) by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

**ARTICLE XIII (Distribution of Assets Upon Dissolution)
(Addition / Replaces Old Article XII)**

Upon dissolution of the FLORIDA STATEWIDE ORGANIZATION OF OMEGA PSI PHI FRATERNITY, INC., all assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of

the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principle office of the organization 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.

ATTESTATION CLAUSE

A. These amendments were adopted by the FLORIDA STATEWIDE ORGANIZATION OF OMEGA PSI PHI FRATERNITY, INC., on Friday, April 1, 2005.

B. The amendments were adopted by the members of the FLORIDA STATEWIDE ORGANIZATION OF OMEGA PSI PHI FRATERNITY, INC., and the number of votes cast for the amendment was sufficient for approval.

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IN WITNESS WHEREOF, the undersigned, as the President and Vice-President, respectively, of the FLORIDA STATEWIDE ORGANIZATION OF OMEGA PSI PHI FRATERNITY, INC., have executed these Article of Amendment, with their respective signatures, this 23rd day of July 2005.

By: Bobby L. Harper
Bobby Harper - President

By: Michael V. Bowie
Dr. Michael V. Bowie - Secretary

STATE OF FLORIDA
COUNTY OF SARASOTA

Before me, the undersigned authority, personally appeared Bobby Harper, President, and Dr. Michael V. Bowie, Secretary, of the above-named organization (the FLORIDA STATEWIDE ORGANIZATION OF OMEGA PSI PHI FRATERNITY, INC.), who executed the foregoing Articles of Amendment, and they acknowledged before me, according to the laws of the State of Florida, that they made and subscribed the same for the purposes therein mentioned as set forth above.

IN WITNESS WHEREOF, after proper identification of Robert Harper and Dr. Michael L. Bowie, I have hereunto set my hand and seal this 23rd day of July 2005.

By: Edmond L. Fordham

Notary Public

