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LEO WOTITZKY (1912-2005)

May 7, 2007

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

Re: Articles of Amendment to the Articles of Incorporation of the PUNTA GORDA  
WOMAN'S CLUB, INC. - Document Number 762389

Dear Madam or Sir:

The original and one copy of Articles of Amendment and our check in the amount of \$43.75 are submitted for filing. Please return all correspondence, including one certified copy, concerning this matter to me in the stamped, self-addressed envelope enclosed. Should you need any further information please feel free to call me at any time.

Thank you for your attention to this matter.

Very truly your s,

WOTITZKY, WOTITZKY, ROSS,  
GOLDMAN, STURGES & TUTTLE, P.A.



Eric Gurgold

EG/jmm  
Enclosures  
cc: Client (w/enclosure)

G:\Eric\Business Entities\Punta Gorda Woman's Club\Amendment Section ltr.wpd13554 3

ESTABLISHED 1940

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**ARTICLES OF AMENDMENT TO THE  
ARTICLES OF INCORPORATION OF  
PUNTA GORDA WOMAN'S CLUB, INC.**

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Pursuant to Section 607.1006 of the Florida Statutes, PUNTA GORDA WOMAN'S CLUB, INC., a Florida Not For Profit Corporation, does hereby adopt the following Amendments to its Article of Incorporation:

1. The current name of the Corporation is PUNTA GORDA WOMAN'S CLUB, INC. (the "Corporation").

2. The Certificate of Incorporation is amended in the following respect:

Article I is amended to read in its entirety as follows: "The name of the Corporation is: G.F.W.C. PUNTA GORDA WOMAN'S CLUB, INC."

3. Article II shall be deleted in its entirety and shall read as follows:

"The Corporation is organized exclusively for charitable, religious, educational and scientific purposes 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."

4. A new Article XIII shall be added as follows:

**"ARTICLE XIII - PROHIBITED ACTIVITIES**

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 Article II hereof. 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. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other 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."

5. A new Article XIV shall be added as follows:

**"ARTICLE XIV – DISTRIBUTION UPON DISSOLUTION**

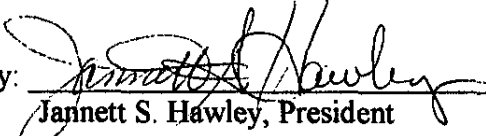
Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government for a public purpose. Any such 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."

6. The foregoing Amendments were adopted by the members and the number of votes cast for the Amendments were sufficient for approval.

IN WITNESS WHEREOF, Jannett S. Hawley, President of the Corporation has executed this Certificate on behalf of the Corporation on this 25th day of April, 2007.

PUNTA GORDA WOMAN'S CLUB, INC.

By:

  
Jannett S. Hawley, President