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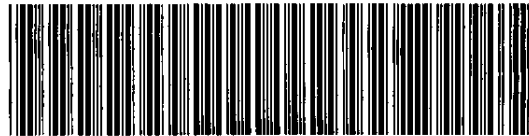
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
10 OCT - 1 PM 2:00

Amend
10/1/10

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: The Fannie E. Taylor Home For The Aged Of South Jacksonville, Inc.

DOCUMENT NUMBER: 743411

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

Please return all correspondence concerning this matter to the following:

William B. McMenamy

(Name of Contact Person)

Donahoo, Ball & McMenamy, P.A.

(Firm/ Company)

50 N. Laura Street, Suite 2925

(Address)

Jacksonville Florida 32202

(City/ State and Zip Code)

wmcmenamy@donahooball.com

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

For further information concerning this matter, please call:

William B. McMenamy

(Name of Contact Person)

at (904) 354-8080

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

☒ \$35 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☐ \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

☐ \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy
is enclosed)

Mailing Address

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

Street Address

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301



FLORIDA DEPARTMENT OF STATE
Division of Corporations

September 16, 2010

WILLIAM B. MCMENAMY
DONAHOO, BALL & MCMENAMY, P.A.
50 N. LAURA STREET - SUITE 2925
JACKSONVILLE, FL 32202

SUBJECT: THE FANNIE E. TAYLOR HOME FOR THE AGED OF SOUTH
JACKSONVILLE, INC.
Ref. Number: 743411

We have received your document for THE FANNIE E. TAYLOR HOME FOR THE AGED OF SOUTH JACKSONVILLE, 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 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) 245-6964.

Irene Albritton
Regulatory Specialist II

Letter Number: 010A00022045

10 OCT -1 AM 6:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
TO ARTICLES OF INCORPORATION OF
THE FANNIE E. TAYLOR HOME
FOR THE AGED OF SOUTH JACKSONVILLE, INC.**

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
10 OCT - 1 PM 12: 08

The Articles of Incorporation of The Fannie E. Taylor Home For The Aged of South Jacksonville, Inc., a Florida Not For Profit Corporation (the "Corporation"), which were filed June 28, 1978 and assigned Document No. 743411, are hereby amended as follows:

1. Article II is hereby amended by restating it as follows:

ARTICLE II. - PURPOSE

2.01 GENERAL – (a) This Corporation is organized and shall be operated exclusively for religious, charitable, scientific, literary, or educational purposes, including for such purposes, or for the prevention of cruelty to children or animals, 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 of 1954 or as amended. No part of the net earnings shall inure to the benefit of or be distributed to any of the members of its Board of Directors, its Officers or any private individual and no substantial part of the activities shall be carrying on propaganda, or otherwise attempting to influence legislation, and it shall not participate in, or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office.

(b) Notwithstanding any other provision of these ARTICLES, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from income taxes under §501(c)(3) of the Internal Revenue Code of 1954 and its Regulations as they now exist or as they may hereafter be amended, or by an organization contributions to which are deductible under §170(c)(2) of the Code and Regulations, as they now exist or as they may hereafter be amended.

2.02 SPECIFIC (a) The specific purpose of this Corporation is to provide affordable housing to eligible citizens of the greater Jacksonville, Florida community.

- (b) The corporation is further empowered:

(1) To buy, own, sell, assign, mortgage or lease any interest in real estate and personal property and to construct, maintain and operate improvements thereon necessary or incident to the accomplishment of the purposes set forth in this Article.

(2) To borrow money and issue evidence of indebtedness in furtherance of any or all of the objects of its business and to secure the same by mortgage, pledge or other lien on the corporation's property.

(3) To do and perform all acts reasonably necessary to accomplish the purposes of the corporation including the execution of a Regulatory Agreement with the

Secretary of Housing and Urban Development and of such other instruments and undertakings as may be necessary to enable the corporation to secure the benefits of financing under Section 202 of the Housing Act of 1959. Such Regulatory Agreement and other instruments and undertakings shall remain binding upon the corporation, its successors and assigns, so long as a mortgage on the corporation's property is held by the Secretary of Housing and Urban Development.

(c) The primary purpose of the corporation is to provide elderly and handicapped persons with housing facilities and services specifically designed to meet their physical, social and psychological needs and to promote their health, security, happiness and usefulness in longer living, the charges for such facilities and services to be predicated upon the provision, maintenance and operation thereof on a non-profit basis.

2.03 DECLARATION OF ASSETS – (a) No director or officer of the Corporation, or any private individual, shall be entitled to share in the distribution of any of the corporate assets on dissolution.

(b) Said beneficiary of the assets of this corporation upon dissolution shall at all times qualify as a tax exempt organization pursuant to Section 501(c) (3) of the Internal Revenue Code of 1954 and its regulations.

Upon such dissolution the corporation's property shall not be conveyed to any organization created or operated for profit or to any individual for less than the fair market value of such property. All assets remaining after the payment of the corporation's debts shall be conveyed or distributed only to such organization or organizations created and operated for non-profit purposes similar to those of this corporation and as more specifically described above:

PROVIDED, HOWEVER, that the corporation shall at all times have the power to convey any or all of its property to the Secretary of Housing and Urban Development.

2. Article III is hereby amended by restating it as follows:

ARTICLE III. - MEMBERS

3.01 GENERAL - The Corporation shall not have members.

3. Section 6.02 of Article VI is hereby amended by restating it as follows:

6.02 - MEMBERSHIP – The Directors of this Corporation shall be at least three (3) but no more than five (5) in number. The provisions with respect to selection and service as a Director shall be as prescribed in the By-Laws of the Corporation.

The Corporation has no members or members entitled to vote on the Amendments. The foregoing amendments were adopted by the directors of the Corporation at a duly called meeting of the board of directors held on August 5, 2010.

Except as specifically amended hereby, all of the provisions of the Articles of Incorporation as heretofore amended, shall remain in full force and effect.

IN WITNESS WHEREOF, the Corporation, by and through its President, has executed these Articles of Amendment this 27th day of September, 2010.

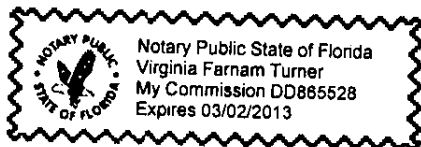
The Fannie E. Taylor Home For The Aged of
South Jacksonville, Inc.

By: *John W. Barber, Jr.*
JOHN W. BARBER, JR.
Its: President

STATE OF FLORIDA

COUNTY OF DUVAL

The forgoing instrument was acknowledged before me this 27th day of September, 2010 by John W. Barber, Jr., as President of The Fannie E. Taylor Home For The Aged of South Jacksonville, Inc., a Florida Not For Profit Corporation, on behalf of the Corporation, who [☒] is personally known to me or [☐] produced a Florida drivers license as identification [check one].



V. Farnam Turner
Notary Public, State of Florida

[*Virginia F. Turner*]
Print Name below signature

My Commission No.: DD865528

My Commission Expires: 3.2.2013