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*Amended &
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02/17/09--01024--001 **35.00

FILED
09 FEB 17 PM 12:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
2009 FEB 17 PM 12:21
NOT INTENDED
TO ACKNOWLEDGE
SUFFICIENCY OF FILING

*ADJ
2/17/09*

Chris Noland

Requester's Name

1000 Riverside Ave

Address

Jacksonville, FL 32204 904-355-1555

City/State/Zip

Phone #

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Elizabeth Edgar Hall Corporation
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

- ☒ Walk in ☐ Pick up time ☐ Certified Copy
☐ Mail out ☒ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS

- ☐ Profit
☒ Not for Profit
☐ Limited Liability
☐ Domestication
☐ Other

OTHER FILINGS

- ☐ Annual Report
☐ Fictitious Name

AMENDMENTS

- ☒ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

REGISTRATION/QUALIFICATION

- ☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

Examiner's Initials

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
ELIZABETH EDGAR HALL CORPORATION**

FILED

09 FEB 17 PM 12:27

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

Pursuant to the provision of the Florida Not for Profit Corporation Act, this corporation adopts the following Amended and Restated Articles of Incorporation.

FIRST

The Articles of Incorporation are deleted in their entirety and replaced by the following:

SECOND

The name of this corporation is ELIZABETH EDGAR HALL CORPORATION, a non-profit corporation located in the City of Jacksonville, County of Duval and State of Florida.

THIRD

The principal office of this corporation is:

Elizabeth Edgar Hall Corporation
c/o Bridget Anderson, Administrator
5101 Ortega Boulevard
Jacksonville, FL 32210

FOURTH

The purposes for which the corporation is organized, which shall continue to be the purposes of the Corporation until and if the same be amended pursuant to the provisions of the Florida Not for Profit Corporation Act, and which shall include the authority to transact any lawful business for which a corporation may be incorporated under the Florida Not for Profit Corporation Act, are as follows:

A. To engage in providing financial assistance for women seeking a more productive future through post-secondary education

B. To have all the powers conferred upon corporations organized under the Florida Not for Profit Corporation Act and the laws of the State of Florida.

FIFTH

The duration of this corporation shall be perpetual. Corporate existence shall begin at the date of the restatement and acknowledgment hereof, provided that all of the requirements of the law are met.

SIXTH

The address of the registered office of the Corporation in the State of Florida is

1000 Riverside Ave., Suite 115, Jacksonville, FL 32204; and the

name of the registered agent of the Corporation at such address is Deborah A.

Knauer.

SEVENTH

The manner in which the directors of the Corporation shall be elected shall be contained in the Bylaws of the Corporation.

EIGHTH

The standards for eligibility of members shall be contained in the Bylaws of the Corporation.

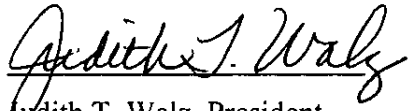
NINTH

In the event of the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the Corporation, distribute all of the assets remaining to such charitable, education, or scientific organizations as shall from time to time qualify as exempt organizations pursuant to Sections 501(c) (3) of the Internal Revenue Code, as the same may be hereafter amended.

TENTH

These Amended and Restated Articles of Incorporation were adopted by the members of the Corporation on February 11, 2009 and the number of votes in favor of adoption were sufficient for approval.

Signed on February 11, 2009


Judith T. Walz, President

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

Pursuant to the provisions of the Florida Not for Profit Corporation Act, the undersigned hereby accepts its appointment as the registered agent on which process may be served within the State of Florida for the proposed domestic corporation named in the foregoing Amended and Restated Articles of Incorporation.

Deborah A. Knauer
Deborah A. Knauer (Date)


STATE OF FLORIDA)
) SS.:
COUNTY OF DUVAL)

On this 12th day of February, 2009, before me, a Notary Public in and for the State and County aforesaid, personally appeared Deborah A. Knauer who is to me known to be the person named as the incorporator in the foregoing Amended and Restated Articles of Incorporation of the Elizabeth Edgar Hall Corporation, and who duly acknowledged to me that she signed said Amended and Restated Articles of Incorporation as the incorporator of said Corporation.

Witness my hand and seal of office on the day and year aforesaid.

Rosa E. White
Notary Public

(SEAL)

NOTARY PUBLIC-STATE OF FLORIDA
 Rosa E. White
Commission # DD428230
Expires: JUNE 26, 2009
Bonded Thru Atlantic Bonding Co., Inc.