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January 31, 2002

Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

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-02/07/02--01041--015  
\*\*\*\*\*43.75 \*\*\*\*\*43.75

Ref. No. W00000016894

Ladies and Gentlemen:,

Enclosed for filing is the original and one copy of the Articles of Amendment to the Articles of Incorporation for NAWBO of Southwest Florida, Inc. Also enclosed is a check in the amount of \$43.75 for filing and to obtain a certified copy.

Please send evidence of the filing to me at the above address.

Please note that this amendment changes the name of the organization of Women's Institute for Successful Entrepreneurs, Inc. Please note that I am requesting an effective date of February 1, 2002. If this is not possible, please give the earliest effective date after February 1 that is possible.

Please call if you have any questions. Thank you for your help with this matter.

Very truly yours,

*Linda R. Robison*

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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[signature]*

orig.

**ARTICLES OF AMENDMENT  
TO ARTICLES OF INCORPORATION OF  
NAWBO of Southwest Florida, Inc.**

*Pursuant to the provisions of section 617.1006, Florida Statutes, this Florida not for profit corporation adopts the following articles of amendment to its articles of incorporation:*

ARTICLE I is amended to read as follows:

**NAME**

The name of the corporation (hereinafter called the "Corporation") is Women's Institute for Successful Entrepreneurs, Inc.

ARTICLE III is amended to read as follows:

**MEMBERSHIP**

Any person, meeting the eligibility for membership requirements as set forth in the By-Laws, may become a member of this not for profit corporation upon payment of such dues as are set by the directors of the corporation from time to time.

ARTICLE IV, Section 1 is amended to read as follows:

**PURPOSE and POWERS**

Section 1: The primary purposes of this not for profit corporation are to encourage ownership by women in business; to encourage, support, and educate women business owners and operators and prospective women business owners and operators; to provide a voice for women who own and operate business; and to foster the economic stability of business owned and operated by women.

ARTICLE 5, Section 1 is amended to read as follows:

**DIRECTORS**

Section 1: The board of directors shall consist of up to twelve members including as members, the President, the President-elect, three or more vice presidents, Secretary, Treasurer, the Immediate Past President and at least one and up to four (4) directors at large provided the maximum number of directors has not been reached, as such number of at large directors is determined by the board of directors from time to time.

ARTICLE X is amended to read as follows:

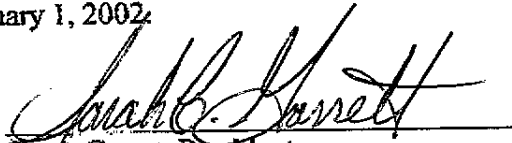
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## DISSOLUTION

In the event of the dissolution of this corporation, the board of directors shall, after paying or making any provision for the payment of all of the liabilities of the corporation distribute the proceeds in the following order: (i) any successor in interest to the purpose of this organization if approved by a majority of the voting members, (ii) to any organization which has as one of its principal purposes the education of women business owners provided such organization qualifies as a 501(c)(6) or 501(c)(3) organization under the Internal Revenue Code of 1986, as amended from time to time.

Each of the above amendments was approved by (i) the majority vote of the members, a quorum having been present at its annual meeting on January 25, 2002, notice having been provided to all of the members and (ii) the Board of Directors by unanimous consent as of January 25, 2002 and are to be effective February 1, 2002.

Signed this 25<sup>th</sup> day of January 2002.

  
Sarah Garret, President