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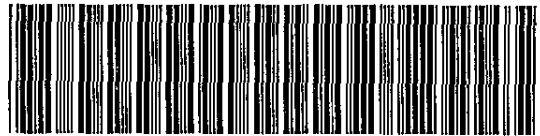
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TALLAHASSEE, FLORIDA

Amend

T BROWN JAN - 8 2003

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December 23, 2002

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

RE: Soroptimist International of St. Lucie, Florida, Inc.
Document No. NO1000001490

Dear Sir or Madame:

Enclosed herewith please find Amended Articles of Incorporation for the above referenced Not-for-Profit corporation, together a check in the amount of \$43.75 for filing fee and certified copy.

Please forward the certified copy to our offices at the above referenced address.

Very truly yours,



Patricia A. Baldwin
Enclosures

**AMENDED
ARTICLES OF INCORPORATION
OF**

SOROPTIMIST INTERNATIONAL OF ST. LUCIE, FLORIDA, INC.

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TALLAHASSEE, FLORIDA

In Compliance with Chapter 617, FLORIDA STATUTES (Not For Profit) THE ARTICLES OF INCORPORATION for the not-for-profit corporation, SOROPTIMIST INTERNATIONAL OF ST. LUCIE, FLORIDA, INC., document number NO1000001490, are hereby amended as follows:

ARTICLE I. NAME

The name of the corporation is:

SOROPTIMIST INTERNATIONAL OF ST. LUCIE, FLORIDA, INC.

ARTICLE II. PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

P.O. Box 7131, Port St. Lucie, FL 34985

ARTICLE III. PURPOSE

Purposes and Operation. The purpose for which the corporation is organized is exclusively for charitable, scientific, literary, and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding provisions of any future United States Internal Revenue Law (the "Code"), particularly to:

- a. Promote the advancement of women through volunteer service to the community;
- b. Serve as a global voice on issues of importance to women; and
- c. Engage in any other lawful activities that further the exempt purpose of the Club.

No part of the net earnings of the Club shall inure to the benefit of, or be distributable to, its directors, officers, members, or other private persons, except that the Club shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of its exempt purposes. Except as otherwise provided by Section 510(h) of the Code, no substantial part of the activities of the Club shall consist and carry on propaganda, or otherwise attempt, to influence legislation. The Club shall participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of (or in opposition) any candidate for public office.

Notwithstanding any other provision of these articles, the Club shall not carry on any activities not permitted to be carried on (a) by an organization exempt from federal income tax under Section 501(a) of the Code as an organization described in Section 501(c)(3) of the Code, or (b) by an organization whose contributions which are deductible under Section 170(a) of the Code as being an organization referred to in Section 170(c)(2) of the Code.

ARTICLE IV. MANNER OF ELECTIONS

The manner in which the directors are elected or approved: **The membership shall elect the board of directors at the business meeting held in May.**

ARTICLE V. DIRECTORS/OFFICERS

The name and addresses:

President	Hilda Zofrea	591 Lake Charles Circle Port St. Lucie, FL 34986
Vice-President	Kimberly Carreiro	2162 SE Erwin Road Port St. Lucie, FL 34952
Treasurer	Reba Lay	4703 Buchanan Dr. Ft. Pierce, Florida 34982
Recording Sec.	Evelyn Powell	102 NW Peach St. Port St. Lucie, FL 34983
Corresponding Sec.	Patricia A. Baldwin	10101 Spyglass Lane Port St. Lucie, FL 34986
Directors	Debora Fiske	1586 S. Neimeyer Circle Port St. Lucie, FL 34952
	Pam Jones	245 SW N. Wakefield Circle Port St. Lucie, FL 34953
	Caroline Raski	2284 SE Seafurry Lane Port St. Lucie, FL 34952
Delegates	Evelyn Powell	102 NW Peach St. Port St. Lucie, FL 34983
	Patricia A. Baldwin	10101 Spyglass Lane Port St. Lucie, FL 34986
Alternate Delegate	Debora Fiske	1586 S. Neimeyer Circle Port St. Lucie, FL 34952

ARTICLE VI. INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the registered agent is:

Deborah Fiske – 1586 S. Neimeyer Circle
Port St. Lucie, FL 34952

ARTICLE VII. INCORPORATOR

The name and address of the incorporator was:

Deborah Fiske – 3211 N.W. Federal Highway
Jensen Beach, FL 34957

The following Article shall be added to the Articles of Incorporation:

ARTICLE VIII. DISSOLUTION.

Upon the dissolution of any Club, its governing body shall after paying or making provisions for the payment of all of the liabilities of the Club, dispose of all the assets of the Club exclusively for the exempt purposes of the Club in such manner, or to such organization or organizations organized and operated exclusively for charitable, scientific, literary, or educational purposes which at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Code, as the Club's governing body shall determine. Any assets not so distributed shall be distributed by a court of competent jurisdiction of the county in which the Club's principal office is then located exclusively for the Club's exempt purposes. The use of any surplus funds for private inurement to any person in the event of a sale of the assets or dissolution of the corporation is expressly prohibited.

The date of the adoption of the amended articles of incorporation is December 12, 2002.

The amendments were approved by the board of directors and membership. The number of votes cast for the amended articles of incorporation were sufficient for approval.

Signed this 21 date of December, 2002.



Hilda Zofrea, President