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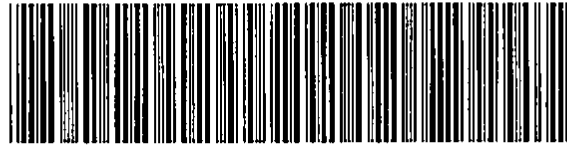
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**COVER LETTER**

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: Neighborhood Lending Partners, Inc.

DOCUMENT NUMBER: N01000008409

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

Please return all correspondence concerning this matter to the following:

Jeffrey Butt, Esq.  
(Name of Contact Person)

Squire Patton Boggs  
(Firm/ Company)

201 N. Franklin St., Suite 2100  
(Address)

Tampa, FL 33602  
(City, State and Zip Code)

erivas@NLP-INC.COM  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Jeffrey Butt at 813 2021304  
(Name of Contact Person) (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  
The Centre of Tallahassee  
2415 N. Monroe Street, Suite 810  
Tallahassee, FL 32303

2019  
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**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION, AS PREVIOUSLY AMENDED AND RESTATED,  
OF  
NEIGHBORHOOD LENDING PARTNERS OF FLORIDA, INC.**

Neighborhood Lending Partners of Florida, Inc. (the "Corporation"), a not-for-profit corporation organized and existing under the Florida Not For Profit Corporation Act, as amended (the "Act"), Florida Statutes, chapter 617, hereby files the following amendments to its Amended and Restated Articles of Incorporation, and certifies pursuant to §§ 617.1002 and 617.1006 of the Act, that (1) the Corporation has two classes of members, one class consisting of a single member Neighborhood Lending Partners, Inc. ("NLP Inc."), and the other consisting of the Institutional Members as described in the Bylaws of the Corporation, (2) by Resolution dated ~~October 2019~~ <sup>Sept 2019</sup>, the Board of Directors of the Corporation approved these amendments and directed that they be submitted to the members for approval by each class, (3) by board Resolution dated ~~October~~ <sup>Sept</sup> 2019, NLP Inc. approved these Amendments and (4) voting as a separate class of members, the Institutional Members approved these Amendments on ~~October~~ <sup>Sept</sup> 2019 by a vote 14 FOR, 0 AGAINST, and 1 not participating, which vote was sufficient for approval.

A. Article I of the Articles of Incorporation of the Corporation is amended to read:

**"ARTICLE I  
"NAME AND ADDRESS**

"The name of this Corporation is: 'NEIGHBORHOOD LENDING PARTNERS OF FLORIDA, INC.' The principal office of the Corporation is located at, and the mailing address of the Corporation is: 3615 W. Spruce Street, Tampa, Florida 33607, or such other place as may be specified by the Board of Directors in accordance with the Bylaws of the Corporation."

B. Article III of the Articles of Incorporation of the Corporation is amended to read:

**"ARTICLE III  
"PURPOSES/BENEFITS**

"The Corporation is formed for the benefit of the State of Florida and such other States and territories of the United States that the Corporation has elected to serve and their respective cities, counties and political subdivisions and agencies (collectively, "Governmental Units"), including the respective State Housing Credit Agency of each such State or territory, as such term is defined in Section 42 of the Internal Revenue Code of 1986, as amended or the corresponding provision of any future federal income tax laws of the United States of America (collectively, the "Code") and other charitable purposes within the meaning of Section 501(c)(3) of the Code by providing debt financing and related services within such States and territories and thereby "lessening of the burdens of Government" within the meaning of Treasury Regulation Section 1.501(c)(3)-1(d)(2) under the Code. The

Corporation shall not engage in activities that are not in furtherance of the purposes set forth in this Article III."

C. Paragraph (I) of Article VIII of the Articles of Incorporation of the Corporation is amended to read:

**"ARTICLE VIII  
"INDEMNIFICATION"**

**"(I) Director and Officer Liability Insurance.** By action of its Board of Directors, notwithstanding any interest of the directors in such action, the Corporation may purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the Corporation, or is or was serving at the request of the Corporation as a trustee, director, officer, member or manager, partner, employee or agent of another corporation, limited liability company, partnership, joint venture, trust, employee benefit plan or other enterprise against any liability asserted against him or her and incurred by him or her in any such capacity or arising out of his or her status as such, whether or not the Corporation would have the power to indemnify him or her against such liability under the provisions of this Article VIII or the Act as the same exists or may hereafter be amended.

D. Articles IX through XIII of the Articles of Incorporation of the Corporation are added to read:

**"ARTICLE IX  
"COURT-ORDERED INDEMNIFICATION"**

**"(A) Election under Florida Business Corporation Act.** Pursuant to the elective provisions of the Florida Business Corporation Act, as amended and in effect on the date of filing of these Articles of Amendment, § 607.0850(9)(c), Florida Statutes, as made applicable to the Corporation by § 617.0831, Florida Statutes notwithstanding the failure of the Corporation to provide indemnification or advance expenses and despite any contrary determination by the Board of Directors or by the Members, the Corporation shall not be subject to any court ordered indemnification or advancement of expenses, or both, to any director, officer, employee or agent of the Corporation, both as to action in his official capacity as a director, officer, employee or agent of the Corporation and as to action while serving as a trustee, director, officer, member or manager, partner, employee or agent of another corporation, limited liability company, partnership, joint venture, trust, employee benefit plan or other enterprise on behalf of, and at the request of, the Corporation.

**"(B) Non-Exclusive Provision.** This Article IX shall not limit the Corporation's power to provide for indemnification or advancement for expenses, or both, to any director, officer, employee or agent under any other provision of

these Articles of Incorporation, the Bylaws of the Corporation, by express contractual agreement, or by vote of the disinterested directors or of the members."

**"ARTICLE X  
"BYLAWS**

"The power to adopt new Bylaw provisions and to amend, alter, change or repeal the Bylaws (or any provision thereof) shall be vested in the Board of Directors of this Corporation, except as otherwise provided in said Bylaws."

**"ARTICLE XI  
"AMENDMENTS**

"The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by law, and all rights conferred upon the members herein are granted subject to this reservation."

**"ARTICLE XII  
"LIMITATION ON ACTIONS**

"All of the assets and earnings of the Corporation shall be used exclusively for the exempt purposes hereinabove set forth, including the payment of expenses incidental thereto. No part of the net earnings shall inure to the benefit of or be distributable to its members, trustees, officers or any other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make distributions and payments in furtherance of the purposes set forth in Article III hereof. No substantial part of the Corporation's activity shall be for the carrying on of a program of propaganda or otherwise attempting to influence legislation, and the Corporation shall not participate in or interfere with (including the publication or distribution of statements regarding) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income taxation under Section 501(c)(3) of the Code, as the same exists or may hereafter be amended, or any organization, contributions to which are deductible under Section 170(c)(2) of the Code as the same exists or may hereafter be amended. The Corporation shall have no capital stock, pay no dividends, distribute no part of its net income or assets to any members, directors or officers, and the private property of the subscribers, members, directors and officers shall not be liable for the debts of the Corporation.

"In particular, but without limitation of the generality of the foregoing paragraph, during such time as the Corporation may be considered a private foundation as defined in Section 509(a) of the Code as the same exists or may hereafter be amended, it shall not:

"(a) fail to distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Code as the same exists or may hereafter be amended;

"(b) engage in any act of self-dealing as defined in Section 4941(d) of the Code as the same exists or may hereafter be amended;

"(c) retain any excess business holdings as defined in Section 4943(c) of the Code as the same exists or may hereafter be amended;

"(d) make any investment in such manner as to subject it to tax under Section 4944 of the Code as the same exists or may hereafter be amended; or

"(e) make any taxable expenditures as defined in Section 4945(d) of the Code as the same exists or may hereafter be amended."

### **"ARTICLE XIII**

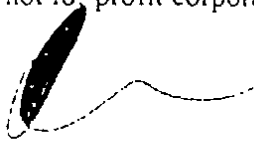
### **"DISSOLUTION**

"Upon dissolution of the Corporation, all of its assets remaining after payment of or provision for all liabilities of the Corporation, including costs and expenses of such dissolution, shall be utilized exclusively for the exempt purposes of the Corporation or distributed to one or more of the Governmental Units or to an organization described in Section 501(c)(3) or 170(c)(2) of the Code as the same exists or may hereafter be amended, as shall be selected by the last Board of Directors. None of the assets will be distributed to any member (unless such member is an organization as described in Section 501(c)(3) or 170(c)(2) of the Code), director or officer of this Corporation. None of the assets will be distributed to any member (unless such member is an organization as described in Section 501(c)(3) or 170(c)(2) of the Code), director or officer of this Corporation. Any such assets not so disposed of shall be disposed of by the Circuit Court 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."

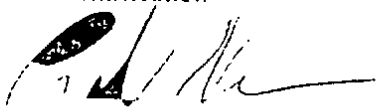
*[Signature Follows]*

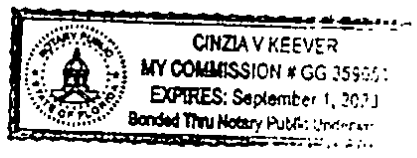
Dated: September 26, 2019

Neighborhood Lending Partners of Florida, Inc.,  
a Florida not for profit corporation

By:   
Carlos A. Rivas  
Senior Vice President & Chief Financial  
Officer

Sworn to and subscribed before me  
this 5<sup>th</sup> day of OCTOBER, 2020  
He is personally known to me or has  
produced  
as identification

  
Notary Public  
My Commission Expires:

  
CINZIA V. KEEVER  
MY COMMISSION # GG 35969  
EXPIRES: September 1, 2021  
Bonded thru Notary Public Under Seal

