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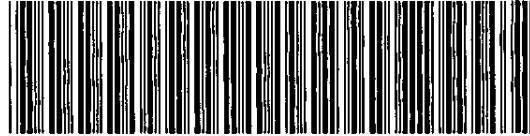
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Iurillo Law Group, P.A.

REPRESENTING BUSINESSES AND PROFESSIONALS SINCE 1991

CAMILLE J. IURILLO*
GINA M. PELLEGRINO*

* Admitted to FL Bar and Certified Circuit Civil Mediator
* Admitted to FL, NY and District of Columbia Bar

SABRINA C. BEAVENS*

▪ Admitted to NH, FL, and MA Bar

June 16, 2015

Via Federal Express Overnight Delivery

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

**RE: The St. Petersburg Bar Foundation, Inc.
Our File No.: 00001-1019**

To whom it may concern:

Enclosed you will please find our firm's check no. 5465, in the amount of \$35.00, made payable to the "Florida Department of State," for filing Articles of Amendment to amend the articles of incorporation of a Florida Not for Profit Corporation, The St. Petersburg Bar Foundation, Inc.

Enclosed you will please find the completed Cover Letter, Articles of Amendment of Articles of Incorporation of The St. Petersburg Bar Foundation, Inc., including 2 attachments: 1) Exhibit A setting forth the changes in the Amended Articles of Incorporation; and 2) the original fully-executed Amended Articles of Incorporation. **Please file this entire package with the Florida Department of State.**

Please contact me with any questions at 727-895-8050.

Very truly yours,

Camille J. Iurillo

ENCLOSURES

Main Office: 5628 Central Avenue • St. Petersburg, FL 33707
Telephone: 727-895-8050 • Facsimile: 727-895-8057 • www.iurillolaw.com

NH Office: 125 Brewery Lane, Suite 7 • Portsmouth, NH 03801
Telephone: 603-509-3932 • Facsimile: 603-509-2860 • www.iurillolaw.com

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: The St. Petersburg Bar Foundation, Inc.

DOCUMENT NUMBER: N02000004086

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

Please return all correspondence concerning this matter to the following:

Camille J. Iurillo, Esq.

(Name of Contact Person)

Iurillo Law Group, P.A.

(Firm/ Company)

5628 Central Avenue

(Address)

St. Petersburg, FL 33707

(City/ State and Zip Code)

ciurillo@iurillolaw.com

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

For further information concerning this matter, please call:

Camille J. Iurillo, Esq.

727-895-8050

(Name of Contact Person)

at

(Area Code) (Daytime Telephone Number)

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

- | | | | |
|---|--|---|--|
| <input checked="" type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | <input type="checkbox"/> \$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

Articles of Amendment
to
Articles of Incorporation
of

The St. Petersburg Bar Foundation, Inc.

(Name of Corporation as currently filed with the Florida Dept. of State)

N02000004086

(Document Number of Corporation (if known))

Pursuant to the provisions of section 617.1006, Florida Statutes, this *Florida Not For Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

N/A

The new

name must be distinguishable and contain the word "corporation" or "incorporated" or the abbreviation "Corp." or "Inc." "Company" or "Co." may not be used in the name.

B. Enter new principal office address, if applicable:

N/A

(Principal office address MUST BE A STREET ADDRESS)

C. Enter new mailing address, if applicable:

N/A

(Mailing address MAY BE A POST OFFICE BOX)

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent:

N/A

(Florida street address)

New Registered Office Address:

(City)

Florida

(Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Signature of New Registered Agent, if changing

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ST. PETERSBURG, FL
CLERK OF STATE
TALLAHASSEE, FL

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary).

Please note the officer/director title by the first letter of the office title:

P = President; V = Vice President; T = Treasurer; S = Secretary; D = Director; TR = Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change. Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example:

<input checked="" type="checkbox"/> Change	<u>PT</u>	<u>John Doe</u>
<input checked="" type="checkbox"/> Remove	<u>V</u>	<u>Mike Jones</u>
<input checked="" type="checkbox"/> Add	<u>SV</u>	<u>Sally Smith</u>

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <input type="checkbox"/> Change <input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove	<u>Board</u>	<u>Erin K. Barnett</u>	<u>2880 First Avenue North</u> <u>St. Petersburg, FL 33713</u>
2) <input type="checkbox"/> Change <input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove	<u>Board</u>	<u>Caitlin C. Docherty</u>	<u>2800 First Avenue North</u> <u>St. Petersburg, FL 33713</u>
3) <input type="checkbox"/> Change <input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove	<u>Board</u>	<u>Beth Jenkins Casey</u>	<u>2880 First Avenue North</u> <u>St. Petersburg, FL 33713</u>
4) <input type="checkbox"/> Change <input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove	<u>Board</u>	<u>Jesse L. Skipper</u>	<u>2880 First Avenue North</u> <u>St. Petersburg, FL 33713</u>
5) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	<u> </u>	<u> </u>	<u> </u> <u> </u>
6) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	<u> </u>	<u> </u>	<u> </u> <u> </u>

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

Please note the officer/director title by the first letter of the office title:

P = President; V = Vice President; T = Treasurer; S = Secretary; D = Director; TR = Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change. Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example:

<input checked="" type="checkbox"/> Change	PT	John Doe
<input checked="" type="checkbox"/> Remove	V	Mike Jones
<input checked="" type="checkbox"/> Add	SV	Sally Smith

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <input type="checkbox"/> Change	Board	Eric E. Ludin	2880 First Avenue North
<input type="checkbox"/> Add			St. Petersburg, FL 33713
<input checked="" type="checkbox"/> Remove			
2) <input type="checkbox"/> Change	Board	Raleigh Greene	2800 First Avenue North
<input type="checkbox"/> Add			St. Petersburg, FL 33713
<input checked="" type="checkbox"/> Remove			
3) <input type="checkbox"/> Change	Board	Gina M. Pellegrino	2880 First Avenue North
<input type="checkbox"/> Add			St. Petersburg, FL 33713
<input checked="" type="checkbox"/> Remove			
4) <input type="checkbox"/> Change	ED	Melissa R. Byers	2880 First Avenue North
<input type="checkbox"/> Add			St. Petersburg, FL 33713
<input checked="" type="checkbox"/> Remove			
5) <input type="checkbox"/> Change			
<input type="checkbox"/> Add			
<input type="checkbox"/> Remove			
6) <input type="checkbox"/> Change			
<input type="checkbox"/> Add			
<input type="checkbox"/> Remove			

See attached Exhibit A setting forth the changes and see attached Amended Articles of Incorporation

This image shows a single sheet of white paper with horizontal ruling lines. The lines are evenly spaced and run across the width of the page. There are no margins, text, or other markings on the paper.

The date of each amendment(s) adoption: _____, if other than the date this document was signed.

Effective date if applicable: _____
(no more than 90 days after amendment file date)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

Adoption of Amendment(s) (CHECK ONE)

- ☒ The amendment(s) was/were adopted by the members and the number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated

5/26/15

Signature

(By the chairman or vice chairman of the board, president or other officer-if directors have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Camille J. Jurillo, Esq.

(Typed or printed name of person signing)

President

(Title of person signing)

Exhibit A
Setting Forth the Changes in the Amended Articles of Incorporation

See attached Amended Articles of Incorporation for the complete amended document.

Article 4 previously provided that the only members entitled to vote in affairs of the corporation shall be the Trustees of this corporation. The amended Article 4 now provides that the only members entitled to vote in affairs of the corporation shall be the Voting Members of this corporation as defined in the By-Laws.

Article 8 previously provided that the corporation shall initially have 10 Trustees including the Immediate Past President of the St. Petersburg Bar Association, Inc. The amended Article 8 now provides that the corporation initially had ten (10) Trustees, including the Immediate Past President of the St. Petersburg Bar Association, Inc. The corporation will now have eleven (11) Trustees which may include an Executive Member of the St. Petersburg Bar Association, Inc and a YLS member of the St. Petersburg Bar Association, Inc.

Article 9 previously provided that the tenth Trustee position would be filled by the Immediate Past President of the St Petersburg Bar Association, Inc. The amended Article 9 now provides that the tenth Trustee position may hereinafter be filled by an Executive Member of the St. Petersburg Bar Association, Inc. as appointed by the Voting Members pursuant to the terms of the By-Laws.

Article 10 previously provided that the by-laws shall be altered, amended, or rescinded only upon two-thirds vote of the entire Board of Trustees and upon approval by the Executive Board of the St. Petersburg Bar Association. The amended Article 10 now provides that the by-laws shall be altered, amended, or rescinded only upon two-thirds vote of the Voting Members of Board of Trustees.

Article 11 previously provided that this corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation only upon the two-thirds vote of the entire Board of Trustees. The amended Article 11 now provides that this corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation only upon the two-thirds vote of the Voting Members of Board of Trustees.

AMENDED ARTICLES OF INCORPORATION
OF
THE ST. PETERSBURG BAR FOUNDATION, INC.,
(a corporation not for profit)

The undersigned, President of the St. Petersburg Bar Foundation, Inc., hereby executes these Amended Articles of Incorporation for this not for profit corporation in accordance with the laws of the State of Florida.

ARTICLE 1.
Name

The name of the corporation shall be: THE ST. PETERSBURG BAR FOUNDATION, INC.

ARTICLE 2.
Office

The initial principal office of this corporation shall be located at 2600 M. L. King Blvd. N., Suite 602, St. Petersburg, FL which office may be changed from time to time by action of the Board of Trustees.

ARTICLE 3.
Purposes

(1) This corporation is organized and shall be operated exclusively for charitable, scientific, and educational purposes. As means for the accomplishment of the foregoing, it shall be within the purposes of this corporation to:

(2) Foster programs of law-related education for students and adults, including where appropriate publications, workshops, and related programs;

(3) Encourage and promote legal assistance to the poor and to disadvantaged groups;

(4) Support and promote programs and projects having as their purpose the improvement of the administration of justice and the dissemination of information to the general public so as to promote a better understanding of the judicial system;

(5) Award grants for scholarships and fellowships for persons and purposes related to the improvement of the legal profession;

(6) Support continuing education programs, particularly programs of an experimental nature or of general interest to the entire legal profession in the community and which are not self supporting;

(7) Establish and maintain a legal information center for the general public; and

(8) To take any other action which, from time to time, shall seem expedient to the Trustees of this corporation and which shall further the said purposes.

(9) No part of the net earnings of this corporation shall inure to the benefit of any Trustee, officer of this corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for this corporation affecting one or more of its purpose), and no Trustee or officer of this corporation, or any private individual, shall be entitled to share in the distribution of any of the corporate assets on dissolution of this corporation. No substantial part of the activities of this corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, and this corporation shall not participate in, or intervene in (including the publication or distribution of statements), any political campaign on behalf of any candidate for public office.

(10) Notwithstanding any other provisions of these Articles of Incorporation, this corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under Section 501(c)(3) of the Internal Revenue Code or the regulations issued thereunder, or by an organization contributions to which are deductible under Section 170(c)(2) of the Code and regulations issued thereunder.

Upon the dissolution of this corporation or the winding up of its affairs, the assets of this corporation shall be distributed exclusively to charitable, scientific, or educational organizations which then would qualify for the provisions of Section 501(c)(3) of the code and the regulations issued thereunder, and no Trustee, officer, or private individual shall be entitled to share in the distribution of any of the assets.

ARTICLE 4.

Members

Membership in this corporation shall be composed of associate members, annual members, life members, the St. Petersburg Bar Association, Inc. and the Trustees of the corporation. The only members entitled to vote in affairs of the corporation shall be the Voting Members of this Corporation as defined in the Bylaws. The Board of Trustees shall establish the qualifications for associate, annual and life memberships, and may create additional categories of membership in its discretion.

ARTICLE 5.

Duration

This corporation shall have perpetual existence.

ARTICLE 6.

Registered Office and Registered Agent

The initial registered office of this corporation was located at 2600 M.L. King

Blvd., Suite 602 N., St. Petersburg, FL, and the name of this corporation's initial registered agent at such office was be Nora Bergman. This corporation shall have the right to change such registered agent and such registered office from time to time, as provided by law. Subsequent changes have been made pursuant to Annual Reports filed with the Secretary of State.

ARTICLE 7.
Incorporator

The name and residence address of the incorporator was: John V. Tucker, 2965 Sandpiper Place, Clearwater, FL 33762.

ARTICLE 8.
Board of Trustees

The corporation initially had ten (10) Trustees, including the Immediate Past President of the St. Petersburg Bar Association, Inc. The corporation will now have eleven (11) Trustees which may include an Executive Member of the St. Petersburg Bar Association, Inc and a YLS member of the St. Petersburg Bar Association, Inc. The number of Trustees may be increased or decreased as provided in the By-Laws. Upon expiration of the terms of office stated in Article 9 below, Trustees shall be selected as provided in the By-Laws.

ARTICLE 9
Initial Members of Board of Trustees

The names and street address of the initial members of the Board of Trustees were:

CLASS A: (serving for a term of 1 year until July, 2003)

1. Pamela A.M. Campbell, 111-2nd Ave. N.E., St. Petersburg, FL 33701
2. Bruce Marger, 200 Central Ave., Ste. 1600, St. Petersburg, FL 33707
3. John Richardson, Esq., P.O. Box 90, St. Petersburg, FL 33731

CLASS B: (serving for a term of 2 years until July, 2004)

1. Eric Ludin, 5720 Central Avenue, St. Petersburg, FL 33707
2. Judi Stanton, 1000 Rafael Blvd. N.E. , Apt. 1 St. Petersburg, FL 33074

CLASS C: (serving for a term of 3 years until July, 2005)

1. Lynn Howell, 1401-61st Street South, St. Petersburg, FL 33707
2. Kelly Rauch, 501-1st Ave. North, Ste. 504, St. Petersburg, FL 33701
3. William Walker, 501-1st Ave. North, Ste. 403, St. Petersburg, FL 33701

The tenth Trustee position shall be filled by Doreen Young, 200 Central Ave., Ste. 1600, St. Petersburg, FL 33707 until June 30, 2002, and hereinafter may be filled

by an Executive Member of the St. Petersburg Bar Association, Inc. as appointed by the Voting Members pursuant to the terms of the Bylaws.

ARTICLE 10.

By-Laws

The power to adopt the by-laws of this corporation, to alter, amend or repeal the by-laws, or to adopt new by-laws, shall be vested in the Board of Trustees of this corporation. The by-laws shall be altered, amended, or rescinded only upon two-thirds vote of the Voting Members of Board of Trustees.

ARTICLE 11.

Amendment of Articles of Incorporation

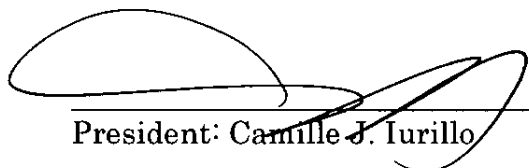
This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation only upon the two-thirds vote of the Voting Members of Board of Trustees. All rights conferred upon the Members herein are subject to this reservation.

ARTICLE 12.

Indemnification

Every Trustee and every officer of this corporation shall be indemnified by his corporation to the fullest extent of the law against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed on him or her in connection with any proceeding or settlement of any proceeding to which he or she may become involved by reason of his or her being or having been a Trustee or officer of this corporation, whether or not he or she is a Trustee or officer at the time such expenses are incurred.

IN WITNESS WHEREOF, for the purposes of amending the Articles of Incorporation under the laws of the State of Florida, the undersigned President has executed these Amended Articles of Incorporation on this 26 day of May, 2015.


President: Camille J. Iurillo