

FLORIDA ASSOCIATION OF PROFESSIONAL  
FAMILY MEDIATORS, INC.

P.O. Box 140249  
Coral Gables, Florida 33114-0249

**N05692**

DATE: November 10, 1998

OFFICERS 1997-1999

PRESIDENT

Janice M. Fleischer, J.D.  
South Florida Office Coordinator  
Florida Conflict Resolution Consortium  
FAU/Social Science Building  
Room 386/777 Glades Road  
Boca Raton, Florida 33431-0991  
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561-297-3185 Phone  
561-297-2626 Fax

PRESIDENT ELECT

Nancy T. Blanton, L.C.S.W.  
P.O. Box 2995  
Lake City, Florida 32056  
904-755-1800 Phone  
904-758-8770 Fax

ACTING TREASURER

Laurie Pine Farber, MSW, ACSW  
12094 Old Country Road  
Wellington, Florida 33414  
407-790-5695

RECORDING SECRETARY

Narda Riese, Ph.D.  
2096 38th Avenue  
Suite 2  
Vero Beach, FL 32960  
(561) 778-2525  
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PAST PRESIDENT

Melvin A. Rubin, J.D.  
111 Majorca Avenue  
Suite A  
Coral Gables, FL 33134  
(305) 446-4630  
(305) 446-4978 FAX

DIRECTORS

Charles Castagna, J.D.  
Richard Doelker, Ph.D.  
Robert Dulberg, J.D.  
Diane Godard, Ph.D.  
Alan Kahn, J.D.  
Penny Levin, J.D.  
Dan Warner, J.D.

Secretary of State  
Corporations Division  
PO Box 6327  
Tallahassee, Florida 32314

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-11/12/98--01034--009  
\*\*\*\*\*87.50 \*\*\*\*\*43.75

RE: Florida Association of Professional Family Mediators, Inc./  
Articles of Amendment to Articles of Incorporation

Dear Sir/Madam:

This corporation was previously reinstated. Enclosed you  
will find Articles of Amendment to the Articles of Incorporation of  
The Florida Association of Professional Family Mediators, Inc.,  
together with our check as follows:

Filing fee	\$35.00
Certified Copy	52.50
Total Due	\$87.50

Please file the enclosed Articles and forward the certified copy to me  
at: 1104 Ponce de Leon Boulevard, Coral Gables, FL 33134. A self-  
addressed stamped envelope is enclosed for your convenience.

Thank you.

Cordially yours,

*Janice M. Fleischer*

Janice M. Fleischer  
President (305) 445-3771

cc: Board of Directors  
Marjorie Horwin, CPA  
Eunice Baros, Esq.

*speak to 11-16-98  
about date of Adoption  
Amend 11-16-98 OAS*

98 NOV 12 PM 1:05  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT TO  
ARTICLES OF INCORPORATION OF  
FLORIDA ASSOCIATION OF PROFESSIONAL FAMILY MEDIATORS, INC.**

**FILED**

98 NOV 12 PM 1:05

Pursuant to the provisions of Sections 617.1002 and 617.1006 of the Florida Not For Profit Corporation Act, Florida Association of Professional Family Mediators, Inc. (the "Corporation") adopts the following Articles of Amendment to its Articles of Incorporation:

**FIRST:** The name of the Corporation is:

Florida Association of Professional Family Mediators, Inc.

**SECOND:** Article II of the Articles of Incorporation shall be amended in its entirety to read as follows:

This corporation is organized for the following purposes:

A. The purpose of the corporation shall be to promote and popularize family mediation as a method of dealing with family problems in Florida and as an alternative to the traditional adversary divorce process; to assure that only qualified people, as set forth in the Florida rules for Certified and Court Appointed Mediators, are permitted to practice family mediation; to provide training and continuing education opportunities to mediators; and to administer the corporation for such purposes, as specified in Section 501(c)(6) of the Internal Revenue Code, or corresponding section of any future federal tax code.

B. To fulfill all of the purposes listed above and to exercise all of the powers listed below.

C. The purposes of this corporation will not include or permit pecuniary gain or profit, or distribution of its' income to its' members, officers or directors, except for expense reimbursement.

**THIRD:** Article VIII of the Articles of Incorporation shall be amended in its entirety to read as follows:

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(6) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization 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.

**FOURTH:** Article XVI shall be added to the Articles of Incorporation and shall read in its entirety as follows:

**ARTICLE XVI: MISCELLANEOUS**

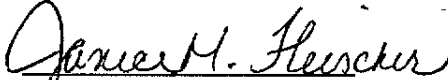
No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(6) of the Internal Revenue Code, or

corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

**FIFTH:** Pursuant to the Articles of Incorporation and Bylaws as currently in effect, there are no members entitled to vote on the proposed amendment.

**SIXTH:** The amendment was duly adopted by a majority of the directors by written consent pursuant to Sections 617.1002 and 617.0821, respectively, of the Florida Not For Profit Corporation Act as of July 17, 1998.

**SEVENTH:** The number of votes cast in favor of the amendment by the directors was sufficient for approval thereof.

  
Janice M. Fleischer  
President

WPB-101023.3