

**NO 8426**

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**BASIC AMENDMENT**

**BROWARD SHERIFF'S ADVISORY COUNCIL, INC.**

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ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
BROWARD SHERIFF'S ADVISORY COUNCIL, INC.

Pursuant to the provisions of Section 617.1006, Florida Statutes, Broward Sheriff's Advisory Council, Inc., a Florida not for profit corporation (the "Corporation"), document number N08426, adopts the following amendments to its Articles of Incorporation:

1. Article V of the Corporation's Articles of Incorporation are hereby amended by deleting Article V in its entirety and inserting a new Article V in its place to read as follows:

ARTICLE V - MEMBERSHIP

A. The qualifications for membership and the manner of admission are to be regulated by the By-Laws.

B. The Articles of Incorporation shall be amended in one of the following ways:

- 1) The Members may amend the Articles of Incorporation by a majority vote of the members in a general membership meeting at which a quorum is present and said meeting having specifically been called for the purpose of adopting or amending the Articles of Incorporation. Any ten Members may propose Amendments to the Articles of Incorporation, by filing the same with the Secretary.

- 2) The Board of Directors, by a vote of the majority of the Directors, may propose amendments to the Articles of Incorporation, which shall become effective only after approval by a majority vote of the members present at a general membership meeting at which a quorum is present and said meeting having specifically been called for the purpose of amending the Articles of Incorporation in the manner proposed by the Board of Directors.

C. The By-Laws shall be amended in one of the following ways:

- 1) The Members may amend the By-Laws by a majority vote of the Members in a general membership meeting at which a quorum is present and said meeting having specifically been called for the purpose of adopting or amending the By-Laws. Any ten Members may propose Amendments to the By-Laws, by filing the same with the Secretary.

- 2) The Board of Directors, by a vote of the majority of the Directors, may propose amendments to the By-Laws, which shall become effective only after approval by a majority vote of the Members present at a general membership meeting at

which a quorum is present and said meeting having specifically been called for the purpose of amending the By-Laws in the manner proposed by the Board of Directors.

D. Upon receipt by the Secretary of proposed amendments to the Articles of Incorporation or the By-Laws from ten Members, or upon the approval of proposed amendments to the Articles of Incorporation and/or the By-Laws by the Board of Directors, the Secretary shall cause the proposed amendments to be submitted to the general membership at a meeting called for such purpose within forty-five (45) days of such receipt or action, or in another manner provided for in the By-Laws, but subject to the prior notice requirements set forth herein or in the By-Laws. Unless otherwise provided in the amendment, such amendment shall become effective upon the approval by the membership as provided above in this Article.

E. A Member may be removed as a Member by the general membership, with or without cause. Any ten (10) Members, by signed petition, and/or the Board of Directors, by a majority vote of the Directors, may recommend removal of a Member to the membership, with or without cause. Such removal shall occur only after such removal is submitted to, and is approved by, a majority vote of the Members at a general membership meeting at which a quorum is present and said meeting having specifically been called for the purpose of the removal of such Member. A separate vote for removal shall be made for each Member if more than one Member is proposed for removal at such a general membership meeting. Upon receipt by the Secretary of a petition to remove a Member signed by ten (10) Members, or upon the action by the Board of Directors to recommend to the membership that a Member be removed, the Secretary shall cause the proposed removal to be submitted to the general membership at a meeting called for such purpose within forty-five (45) days of such receipt or action, or in another manner provided for in the By-Laws, but subject to the prior notice requirements set forth herein or in the By-Laws.

2. Article VI of the Corporation's Articles of Incorporation is amended by removing the introductory paragraph in its entirety and replacing it with the following:

"The affairs of the corporation shall be managed by the Board of Directors and by the Officers elected by the Board of Directors in the manner provided in the By-Laws."

3. Section A of Article IV of the Corporation's Articles of Incorporation is amended by deleting numbers (1) "President" and (2) "Vice President" and replacing them with (1) "Chairman" and (2) "Vice Chairman" and by amending any other references in the Articles of Incorporation describing such Officers to conform to this Amendment.
4. The foregoing amendments were approved by the Members of the Corporation eligible to vote at a special meeting specifically noticed for the purpose of considering such amendments, held on September 8, 2005, pursuant to Section 617.1002, Florida Statutes. The undersigned has executed these Articles of Amendment as of the 8th day of September, 2005.

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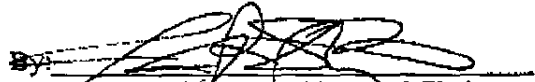
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5. The number of votes cast by the Members in favor of said amendments was sufficient for approval by the Members.

IN WITNESS WHEREOF, the undersigned, as President/Chairman of the Corporation, has executed these Articles of Amendment this 8th day of September, 2005.

BROWARD SHERIFF'S ADVISORY  
COUNCIL, INC.

  
James Stephens, President and Chairman

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