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N35 389

February 8, 1999

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

RE: Big Brothers/Big Sisters of Northwest Florida, Inc.

Gentlemen:

Enclosed please find original and one copy of Articles of Amendment, along with a photocopy of the Minutes/Resolution amending the articles. Please file the Articles and return a certified copy to the writer. Our check, payable to your order, is enclosed for this service.

FILED
99 FEB 10 9 31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Thank you.

Very truly yours,

A. G. CONDON, JR.
For the Firm

AGCjr:ms
Encl.
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N35 389
578
Amend 2-10-99
Cert Copy

ARTICLES OF AMENDMENT
of
BIG BROTHERS/BIG SISTERS OF NORTHWEST FLORIDA, INC.

Pursuant to the joint resolution of the members and Board of Directors dated the 4th day of February, 1999, the following Articles of Amendment of the Certificate of Incorporation shall be and become effective upon filing with the Department of State, State of Florida, to-wit:

Article V A. Board of Directors shall be amended so as to delete therefrom:

“The annual meeting of Directors shall be held in March of each year at such place as the Board of Directors may designate from time to time by resolution.”

and add thereto:

“Directors elected at the first annual meeting shall serve for a term of one (1) year. Thereafter the election and terms of the Directors shall be as provided in the Bylaws.

The annual meeting of Directors shall be held at such time and place as the Board of Directors may designate in the Bylaws.”

and

Article XII Registered Agent and Office shall be amended so as to delete therefrom:

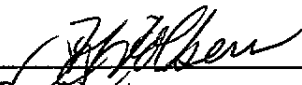
“Garrett W. Walton”

and add thereto:


“A. G. Condon, Jr.”

In all other respects the Articles of Incorporation shall remain unchanged.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



President

ATTEST: 

Secretary

**MINUTES OF A JOINT MEETING OF MEMBERS AND
THE BOARD OF DIRECTORS OF
BIG BROTHERS/BIG SISTERS OF NORTHWEST FLORIDA, INC.**

A joint meeting of the members and Board of Directors of Big Brothers/Big Sisters of Northwest Florida, Inc., was held at 1301 West Government Street, Pensacola, Escambia County, Florida, at 5:30 p.m. Thursday, February 4, 1999.

The following resolution amending the Articles of Incorporation was proposed by no less than two-thirds of the Board of Directors and unanimously adopted by the affirmative vote of the members, to-wit:

Be it resolved that

Article V A. Board of Directors shall be amended so as to delete therefrom:

“The annual meeting of Directors shall be held in March of each year at such place as the Board of Directors may designate from time to time by resolution.”

and add thereto:

“Directors elected at the first annual meeting shall serve for a term of one (1) year. Thereafter the election and terms of the Directors shall be as provided in the Bylaws.

The annual meeting of Directors shall be held at such time and place as the Board of Directors may designate in the Bylaws.”

and

Article XII Registered Agent and Office shall be amended so as to delete therefrom:

“Garrett W. Walton”

and add thereto:

“A. G. Condon, Jr.”

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In all other respects the Articles of Incorporation shall remain unchanged.

and upon motion duly made and carried the President and Secretary of the Corporation were authorized to execute Articles of Amendment to this effect and do any and all things necessary to effect such amendments by and with the office of the Florida Department of State.

Dated this 4 day of February, 1999.


Secretary

ATTEST: 
President

The above is certified as a true and correct copy of the resolution proposed by no less than two-thirds (2/3) of the Board of Directors and unanimously adopted by the members on the date above stated.

Dated this 4th day of February, 1999.


Secretary