



THE WORLDWIDE FUNDRAISERS CORPORATION

9225 Ulmerton Road, Suite 302B, Largo, FL 33771-3708
Tel (813) 584-0777 Fax (813) 588-0811

October 7, 1997

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

96000005281

ATTENTION: Amendment Section

To Whom It May Concern:

Please find enclosed a copy of the Amendment to Article V. of the Articles of Incorporation for The Worldwide Fundraisers Corporation, Incorporation # 96000005281.

As per your instructions we have enclosed the \$35 fee you requested for filing the same.

Thanking you in advance, we remain,

Sincerely,

THE WORLDWIDE FUNDRAISERS CORPORATION


Bernard Petrescue
President

Enclosure: Check #1563

400002328054-4
-10/23/97-01071-001
*****35.00 *****35.00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 DEC 31 PM 1:29

APPROVED
AND
FILED

Handwritten:
OK
96000005281
CPS
Amend



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

October 27, 1997

BERNARD PETRESCUE
9225 ULMERTON ROAD, SUITE 302B
LARGO, FL 33771-3708

SUBJECT: THE WORLDWIDE FUNDRAISERS CORPORATION
Ref. Number: N96000005281

We have received your document for THE WORLDWIDE FUNDRAISERS CORPORATION and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

There is no provision in chapter 617, Florida Statutes, for an incorporator to amend a nonprofit corporation -- the proper form setting forth the requirements for filing a nonprofit amendment is attached.

If there are MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) the date of adoption of the amendment by the members and (2) a statement that the number of votes cast for the amendment was sufficient for approval.

If there are NO MEMBERS OR MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6916.

Carol Mustain
Corporate Specialist

Letter Number: 497A00052056

ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION
of
THE WORLDWIDE FUNDRAISERS CORPORATION
A FLORIDA NOT FOR PROFIT CORPORATION
INCORPORATION # N96000005281

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida not-for-profit corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: ARTICLE V. BEING AMENDED

Board of Trustees/Directors

The powers of this corporation shall be exercised, its property controlled, and its affairs conducted by a Board of Trustees. The number of Trustees of the corporation shall be four (4); provided, however, that that number may be changed by a bylaw duly adopted pursuant to the bylaws of this corporation.

The Manner of Election of Trustees shall be as stated in the bylaws.

The Trustees named here as the first Board of Trustees shall hold office until the first annual meeting or until their successors are elected as stated in the bylaws.

Any action required or permitted to be taken by the Board of Trustees under any provision of law may be taken without a meeting, if all the members of the Board individually or collectively consent in writing to the action. Written consent or consents shall be filed with the minutes of the proceedings of the Board, and any action by written consent shall have the same force and effect as if taken by unanimous vote of the Trustees. Any certificate or other document filed under any provision of law that relates to action taken in this manner shall state that the action was taken by unanimous written consent of the Board of Trustees without a meeting and that the Articles of incorporation and bylaws of this corporation authorize the Trustees to act in this manner. This statement shall be prima facie evidence of the Trustees' authority.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 DEC 31 PM 1:29

APPROVED
AND
FILED

The names and residential addresses of the persons who are to serve as the Trustees are:

<u>Name</u>	<u>Address</u>
BERNARD PETRESCUE	12700 Kimberly Oaks Circle Largo, Florida 34644
WINNIFRED PETRESCUE	12700 Kimberly Oaks Circle Largo, Florida 34644
JAMES D. EVANS, III	3527 - 21st Street Gulfport, Mississippi 39501
STEPHEN SCOTT	3861 Sunrise Lane Tarpon Springs, Florida 34689
VICTOR AZAR	1234 Park Street North St. Petersburg, Florida 33710

The above named individuals shall also be considered the Founding Members of The Worldwide Fundraisers Corporation and shall have the power to override the election of Directors by the Board to appoint, elect, suspend, remove, replace any and/or all members of the Board of Trustees/Directors and such action shall be by a majority vote of the Founding Members.

SECOND: ARTICLE XI. BEING AMENDED

Amendment of Articles of Incorporation

The corporation, by majority vote of its Founding Members, 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 statute.

THIRD: The date of adoption of the amendments was October 17, 1997.

FOURTH: Adoption of Amendment

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The amendment was adopted by the members and the number of votes cast for the amendment was sufficient for approval.



There are no members or members entitled to vote on the amendment. The amendment was adopted by the board of directors. This action was taken by unanimous written consent of the Board of Trustees without a meeting and that the Articles of incorporation and bylaws of this corporation authorize the Trustees to act in this manner.

THE WORLDWIDE FUNDRAISERS CORPORATION

Corporation Name

 Treasurer

Victor Azar, Treasurer

12/18/97
Date