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February 4, 2000

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**VIA REGULAR MAIL**

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

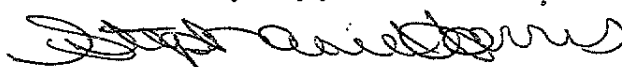
**Re: *Partners in Self-Sufficiency of Lee County, Florida, Inc.***  
***Document #N96000005647***  
***Our File No. 018303.0018***

Dear Sir and/or Madam:

Enclosed please two (2) Articles of Amendment of Articles of Incorporation regarding the above-referenced matter. I have also enclosed our Check No. 3748 for \$70.00 to cover the filing fee for these amendments. Please file the same and return the acknowledgement copy to me via the enclosed self-addressed stamped envelope. Thank you.

Please call if you have any questions and/or comments.

Very truly yours,



Stephanie M. Harris  
Real Estate Paralegal

/sh  
Enclosure  
69457\_1

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*4/8/00*  
*2-7-00*

FILED  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT  
OF  
ARTICLES OF INCORPORATION  
OF**

**PARTNERS IN SELF-SUFFICIENCY OF LEE COUNTY, FLORIDA, INC.**

The Articles of Incorporation of Partners in Self-Sufficiency of Lee County, Florida, Inc. ("Corporation"), a Florida not-for-profit corporation, are hereby amended as follows:

**A. Article II, Section 4, is hereby amended in its entirety to read as follows:**

"Section 4. To encourage the public and private sector and officials thereof to coordinate and commit the use of resources and opportunities for employment for clients of Partners in Self-Sufficiency of Lee County, Florida, Inc. participants."

**B. Article II, Section 6, is hereby amended in its entirety to read as follows:**

"Section 6. To administer the program for a special allocation of Section 8 subsidized rental housing certificates provided by the Federal Department of Housing and Urban Development to help low to moderate income families obtain decent, safe, sanitary and affordable housing as a part of the comprehensive and coordinated program and by virtue of a special sub-recipient agreement with the Community Redevelopment Agency, City of Fort Myers, Florida, utilizing funds from the Federal Department of Housing and Urban Development."

**C. Article IX shall be amended in its entirety to read as follows:**

"ARTICLE IX. Agent of Record

The following shall be the Registered Agent and Registered Office of the Corporation for purposes of Section 48.091, Florida Statutes:

Kenneth A. Jones, Esq.  
2320 First Street, Suite 1000  
Fort Myers, Florida 33901

**FILED**  
00 FEB -7 PM 3:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The Board of Directors may designate a different Registered Agent or Registered Office of the Corporation by majority vote at a meeting of the Board of Directors held in accordance with the bylaws of the Corporation."

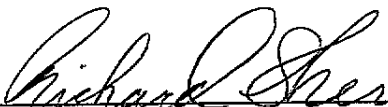
**D. Article XII is hereby amended in its entirety to read as follows:**

**"ARTICLE XIII. Dissolution**

Upon dissolution of this Corporation, all of its assets remaining after payment of all costs and expenses of such dissolution shall be distributed to organizations which have qualified for exemption under Section 501(c)(3) of the Internal Revenue Code, or to the federal government or to a state or local government, for a public purpose, and none of the assets will be distributed to any member, officer, or director of this Corporation. Any such assets not so disposed shall be disposed of by the Circuit Court of Lee County, Florida according to the procedures set forth in Florida Statutes Chapter 617 for dissolution of corporations constituting public charities, for such similar public charitable purposes as the Court shall determine. It is anticipated that all or substantially all of the funding and assets of the Corporation will be contributed by the Community Redevelopment Agency, City of Fort Myers, Florida ("CRA"). Notwithstanding the above provisions of this Article XII, all such funds and assets contributed by the CRA to the Corporation shall be deemed held by the Corporation upon the condition that such funds and assets, to the extent then remaining, shall be returned, transferred and conveyed to the CRA upon dissolution of the Corporation, and such action shall be taken upon dissolution of the Corporation."

The undersigned, being the duly elected President of the Corporation, hereby certifies that the foregoing Articles of Amendment were duly adopted at a meeting of the Board of Directors of the Corporation held on APRIL 23 1999, 1999, by a majority vote of the Directors of the Corporation then in office in accordance with Section 617.1002(1)(b), Florida Statutes.

Date: 4-23-99

  
Richard Shera, President of Partners in Self-Sufficiency of Lee County, Florida, Inc.,  
a Florida not-for-profit corporation

**ACCEPTANCE OF REGISTERED AGENT**

I, Kenneth A. Jones, hereby accept the appointment as registered agent of Partners in Self-Sufficiency of Lee County, Florida, Inc., and am familiar with and accept the obligations of the position as set forth in Section 617.0503, Florida Statutes.



\_\_\_\_\_  
Kenneth A. Jones