

STATE OF FLORIDA

DEPARTMENT OF STATE



I, RICHARD (DICK) STONE, Secretary of State of the State of Florida, do hereby
certify that the following is a true and correct copy of

Original Certificate of Incorporation of DISABLED VETERANS
HOLDING COMPANY OF SARASOTA, filed in the office of the
Circuit Court, Sarasota County on the 20th day of May, A. D.,
1947 and coming into this office by Certificate of Reincorporation
and changing the Corporate name to VETERANS HOLDING COMPANY OF
SARASOTA, INC., a corporation not for profit organized and
existing under the Laws of the State of Florida, filed on the
25th day of September, A. D., 1973, as shown by the records
of this office.

GIVEN under my hand and the Great

Seal of the State of Florida, at

Tallahassee, this 25th day of September,

25th day of September,

A.D., 19 73.

Richard (Dick) Stone

SECRETARY OF STATE

COUNTY OF SARASOTA

SS:

Before me, a Notary Public duly authorized in the state and county named above to take acknowledgments, personally appeared EUGENE HARMER and LEE BLANCHARD, to me known to be the President and Secretary-Treasurer, respectively, of VETERANS HOLDING COMPANY OF SARASOTA, INC. described in and who executed the foregoing instrument, and they acknowledged before me that they executed it in the name of and for that corporation, affixing its corporate seal, and that they were duly authorized by that corporation to do so, as its act and deed.

Witness my hand and official seal in the county and state named above this 29th day of August, 1973.

Mildred H. Tautte
Notary Public

My Commission Expires:

Notary Public, State of Florida at Large
My Commission Expires June 24, 1974
Bonded by American Fire & Casualty Co.

Code of 1954 (or the corresponding provision of the Internal Revenue Law).

15. AMENDMENTS. THIS CHARTER MAY BE AMENDED BY resolution of the membership assembled in a regular meeting, or at a special meeting called for that purpose, provided that notice of proposed amendments shall have been given to the membership at least five (5) days prior to the date of the meeting at which they are to be considered.

WE, the undersigned, hereby subscribe the foregoing Certificate of Reincorporation for VETERANS HOLDING COMPANY OF SARASOTA, INC. dated this 29th day of August, 1973, in the City of Sarasota, Sarasota County, Florida.



Eugene P. Harmer (SEAL)

Judson N. Hancock (SEAL)

Lee Blanchard (SEAL)

Jesse F. Wallace (SEAL)

James H. Taudt (SEAL)

STATE OF FLORIDA }
COUNTY OF SARASOTA } SS:

Before me, a Notary Public duly authorized in the state and county named above to take acknowledgments, personally appeared, EUGENE P. HARMER, JUDSON N. HANCOCK, JR., LEE BLANCHARD, JESSE F. WALLACE and JAMES H. TAUDT to me known to be the persons as subscribers to the Certificate of Reincorporation of the VETERANS HOLDING COMPANY OF SARASOTA, INC. described in and who executed the foregoing instrument, and they acknowledged before me that they executed the same freely and voluntarily for the purposes as expressed herein, as the act and deed of said corporation.

Witness my hand and official seal in the county and state named above this 29th day of August, 1973.

Mildred H. Taudt
Notary Public

My Commission Expires:
Notary Public, State of Florida at Large
My Commission Expires June 24, 1974
Issued by American Title & Guaranty Co.

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VETERANS HOLDING COMPANY
OF SARASOTA, INC.

A RESOLUTION

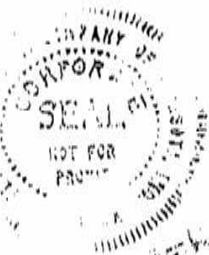
WHEREAS: The VETERANS HOLDING COMPANY OF SARASOTA, INC., a Florida nonprofit corporation, formerly Disabled Veterans Holding Company of Sarasota, Inc., has undertaken additional educational and charitable projects since its original charter was approved by a Circuit Court Judge, and such additional projects are not specifically described in the said original charter, and,

WHEREAS: Changes in the laws which govern nonprofit corporations make it essential and desirable that certain language be included in the charter, and,

WHEREAS: The name of the said nonprofit Florida corporation shall change its name and shall henceforth be known as VETERANS HOLDING COMPANY OF SARASOTA, INC. in order to conform to Florida Statutes 608.61;

NOW THEREFORE BE IT RESOLVED THAT: WE, the members of Veterans Holding Company of Sarasota, Inc., a Florida nonprofit corporation, duly assembled in Special Meeting called for the purpose of considering amendments to the corporate charter, do hereby approve a Certificate of Reincorporation which includes the proposed amendments, and do authorize its submission to the proper agency of the State of Florida for approval.

Duly considered and passed by a unanimous vote of the members present and voting, at a Special Meeting held for that purpose this 29th day of August, 1973, in the City of Sarasota, Sarasota County, Florida.



ATTEST:

VETERANS HOLDING COMPANY
OF SARASOTA, INC.

Eugene P. Harmer (SEAL)
Eugene P. Harmer, President