ARTICLE OF AMENDMENT TO THE RESTATED ARTICLES OF INCORPORATION OF

FLORIDA PUBLIC PENSION TRUSTEES ASSOCIATION. INC. (A not-for-profit corporation)

Pursuant to the provisions of 617.1006, Fla. Stat., the following amendments

were approved by the members and the number of votes cast for the amendment was

sufficient for approval:

ARTICLE VI

MEMBERSHIP

The Corporation shall have eight (8) classes of membership. The eight (8) classes

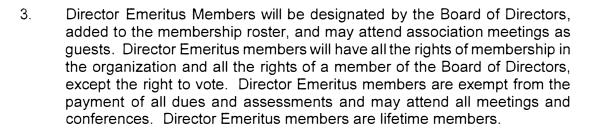
of membership shall be: Active Members, Associate Members, Director Emeritus

Members, Honorary Members, Non-resident Public Pension Fund Members, Individual

Members, Retirees Division and Benefits Program Members.

The qualifications and rights of the members of the membership classes are as follows:

- 1. Active Members: Any public organization or retirement system which is a legally constituted retirement pension, or annuity and benefit system, or any protective association, by whatever name called, whose primary purpose is that of promoting the rights and benefits of the membership, present or future, of public employees who are members of such retirement system. Organizations meeting such qualifications shall be admitted to membership upon the making of an application and the payment of all membership class dues and assessments. Such members shall have full rights and privileges afforded by this corporation.
- 2. Associate Members: Associate members may be any person or corporation, either in or out of the State of Florida, who is interested in the preservation and protection of public employee pension trust funds and is engaged in the business of providing services to those trust funds. Persons or corporations meeting such qualifications will be admitted to membership upon the making of an application and the payment of all dues and assessments. Such members shall have full rights and privileges, except the right to vote, afforded by this corporation.



- 4. Honorary Members: Any individual so designated by the Board of Directors. As such shall be added to the membership roster and shall be eligible to attend all corporation meetings as a guest. Honorary Membership is designed to acknowledge those who have performed distinguished service on behalf of the corporation and who have made significant contributions to the corporation. Such members shall be exempt from the payment of all fees (Dues and Assessments) for twenty-four (24) months immediately following such designation. Honorary Members shall have full rights and privileges afforded by this corporation, except the right to vote, during such twenty-four (24) month period. Additionally, the Board of Directors shall have the sole authority to revoke Honorary Memberships for any reason set forth in these by-laws.
- 5. Non-resident Public Pension Fund Members: Any public organization or retirement system, located outside the boundaries of the State of Florida, which is legally constituted retirement pension, or annuity and benefit system or any protective association, by whatever name called, whose primary purpose is that of promoting the rights and benefits of the membership, present or future, of public employees who are members of such retirement system. Organizations meeting such qualifications shall be admitted to membership upon the making of an application and the payment of all membership class dues and assessments. Such members shall have full rights and privileges, except the right to vote, afforded by this corporation.
- 6. Individual Members: Any individual, located either within or outside the boundaries of the State of Florida, who maintains an interest in the preservation and protection of Public Employee Pension Trust Funds and is not otherwise eligible for membership. Individuals meeting such qualifications shall be admitted to membership upon the making of an application and the payment of all membership class dues and assessments. The intent of this class of membership is to allow interested individuals the opportunity to pursue the education or certifications offered by the corporation. Such members shall have full rights and privileges except the right to vote, afforded by this corporation.
- 7. Retirees Division: The Retirees Division will function as a committee of the FPPTA. It will elect its own officers, have representation on the FPPTA Board of Directors, but will not have a vote, only a voice. The officers of the





Retirees Division will be elected by its members. The FPPTA will be represented on the Retirees Division Board by the Chairperson of the FPPTA, Attorney, CEO, and COO or their designee. Only the elected retirees shall have a vote. Their term of office shall be two years in each position.

8 Benefits Program Members: The Benefits Program members will not have a vote or a voice in the FPPTA unless they qualify for any of the other seven (7) membership classes.

These amendments were adopted by a vote of the general membership on February

2nd, 2009. All remaining Articles of the Restated Articles of Incorporation and prior amendments are unchanged.

IN WITNESS WHEREOF, the undersigned Chairperson of the Board executed these Amended Articles of Incorporation to the Restated Articles of Incorporation on this

3 day of March, 2009.

Brenda Clanton Chairperson of the Board

STATE OF FLORIDA

COUNTY OF BROWARD

The foregoing instrument, Article of Amendment to the Restated Articles of Incorporation, was acknowledged before me this 3^{R^2} day of MARCH, 2009, by Brenda Clanton as Chairperson of the Board, of FLORIDA PUBLIC PENSION TRUSTEES ASSOCIATION, INC., a Florida corporation, on behalf of the corporation. She is personally known to me or has produced _____ as identification and who did take an oath.

> Name: Notary Public My Commission Expires: Commission No.:

NOTARY PUBLIC-STATE OF FLORIDA Linda Bachewicz Commission #DD704065 Expires: AUG. 12, 2011 BONDED THEU ATLANTIC BONDING CO., INC.

P:\Documents\1993\930137\Amendment to Articles of Inc 8 Member Classes.v.2.doc