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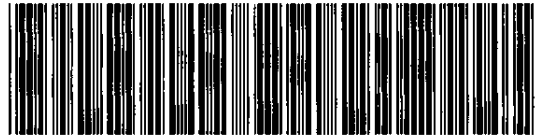
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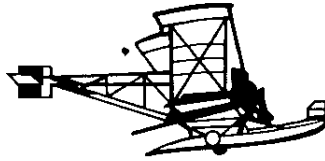
Approved

06/15/09--01038--028 **52.50

2009 JUN 15 PM 4: 08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

ADR
6/17/09



NAVAL AVIATION MUSEUM
FOUNDATION

10 June 2009

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

NAME OF CORPORATION: NAVAL AVIATION MUSEUM FOUNDATION

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Charles E. Ellis, Jr.
Naval Aviation Museum Foundation, Inc.
1750 Radford Boulevard, Suite B
NAS Pensacola, FL 32508

eellis@navalaviationmuseum.org

For further information concerning this matter, please call:

Charles E. Ellis, Jr. at (850) 453-2389

Enclosed is a check in the following amount made payable to the
Florida Department of State:

\$52.50 Filing Fee, Certificate of Status and Certified Copy.

Charles E. Ellis, Jr.
Captain, JAGC, USN (Ret)
Corporate Secretary

**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
THE NAVAL AVIATION MUSEUM FOUNDATION, INC.**

FILED

2009 JUN 15 PM 4:08

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

This amendment is adopted to change ARTICLE II of the ARTICLES OF INCORPORATION by deleting ARTICLE II of the ARTICLES OF INCORPORATION and replacing ARTICLE II with the following language:

ARTICLE II

The purposes for which this corporation is organized is to use the National Naval Aviation Museum and Naval Aviation as a medium to inspire and educate the public. The mission of the Foundation is to be a world-class self-sustaining Foundation that engages the public by supporting and promoting the National Naval Aviation Museum and Naval Aviation, as well as conducting educational programs.

The date of amendment adoption: 06 may 2009

Effective date: 06 May 2007

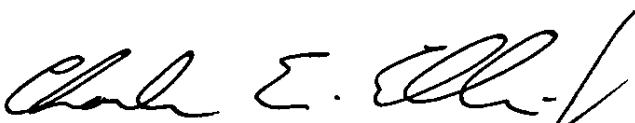
**There are no members or members entitled to vote on the amendment.
The amendment was adopted by the Board of Directors.**

Dated: 10 June 2009



**Gerald L. Hoewing
Vice Admiral, USN (Ret)
President and CEO**

Attest:



Charles E. Ellis, Jr., Corporate Secretary