

N 19863

LAW OFFICES

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*OF COUNSEL
**BOARD CERTIFIED IN REAL ESTATE

August 30, 2000

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INVERNESS, FLORIDA 34450

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POST OFFICE BOX 250
INVERNESS, FLORIDA 34451-0250

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Secretary of State
Division of Corporations
Amendment Section
Post Office Box 6327
Tallahassee, FL 32314

Re: Citrus Memorial Health Foundation, Inc.

Dear Sir or Madam:

Enclosed please find the original Articles of Amendment of Citrus Memorial Health Foundation, Inc. together with our firm's check in the amount of \$43.75. Please file the original and return a certified copy to my office.

Very truly yours,

BRANNEN, STILLWELL & PERRIN, P.A.


Clark A. Stillwell

CAS/klm
Enclosures
C:\OFFICE\WPWIN\WPDOCS\HEALTH\SECSTATE.LT2

Amend
9-14-00
DKS

FILED
00 AUG 31 PM 2:51
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
OF
CITRUS MEMORIAL HEALTH FOUNDATION, INC.
(A Florida Not-For-Profit Corporation)**

FILED

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STATE
TALLAHASSEE, FLORIDA

Pursuant to unanimous vote of the Board of Directors of Citrus Memorial Health Foundation, Inc. taken on August 21, 2000 as authorized by the Articles of Incorporation and further, that there are no members or members entitled to vote on said amendment, CITRUS MEMORIAL HEALTH FOUNDATION, INC., a Florida not-for-profit corporation, through its undersigned Chairman, JOSEPH S. BRANNEN and Secretary, ALIDA LANGLEY, hereby amend its Articles of Incorporation as follows:

7.3 DIRECTOR CATEGORIES AND TERM OF OFFICE.

There shall be three (3) categories of directors: Hospital Directors, At Large Directors and an Ex Officio Director.

7.3.1 Hospital Directors. (No amendment to existing text)

7.3.2 At Large Directors. (No amendment to existing text)

7.3.3 Ex Officio Director. The Chief/President of the medical staff shall serve as an ex-officio, voting member of the Citrus Memorial Health Foundation Board representing the medical staff of Citrus Memorial Hospital. The ex-officio member shall be excused from special meetings, executive sessions, strategic business planning meetings, and discussions of competitive sensitive issues.

In the event the Chief/President of the medical staff serves on a board of a competing hospital or major healthcare provider, then the Vice Chief/Vice President of the medical staff will serve as an ex-officio member of the Citrus Memorial Health Foundation Board representing the medical staff of Citrus Memorial Hospital.

Effective upon the foregoing amendment being accepted and approved by the Secretary of State of the State of Florida, the Articles of Incorporation of the corporation shall be amended to include Article VII, Sections 7.3, 7.3.1, 7.3.2 and 7.3.3 set forth above.

The foregoing amendment was adopted in writing by the Directors of the corporation on August 21, 2000.

IN WITNESS WHEREOF, the undersigned Chairman of the Board of Directors and

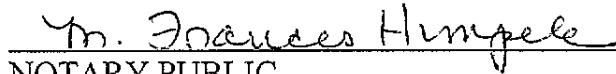
Secretary of this corporation have executed these Articles of Amendment this 21 day of August, 2000.

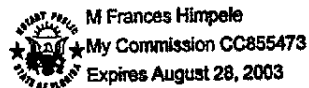

JOSEPH S. BRANNEN
Chairman of the Board


ALIDA LANGLEY
Secretary

STATE OF FLORIDA
COUNTY OF CITRUS

The foregoing instrument was acknowledged before me on this 21st day of August, 2000, by JOSEPH S. BRANNEN, Chairman of the Board, who is personally known by me/produced a drivers license and who did take an oath.


NOTARY PUBLIC

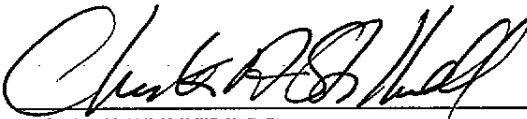


STATE OF FLORIDA
COUNTY OF CITRUS

The foregoing instrument was acknowledged before me on this 21st day of August, 2000, by ALIDA LANGLEY, Secretary, who is personally known by me/produced a drivers license and who did take an oath.



Clark A. Stillwell
MY COMMISSION # CC925605 EXPIRES
May 1, 2004
BONDED THRU TROY FAIN INSURANCE, INC.


NOTARY PUBLIC