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July 30, 2001

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

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-08/03/01--01042--004
****35.00 ****35.00

Re: Citrus Memorial Health Foundation, Inc.

Dear Sir or Madam:

Enclosed please find the Articles of Amendment of Citrus Memorial Health Foundation, Inc. together with our firm's check in the amount of $35.00. Please file the original and return a certified copy to my office.

Very truly yours,

BRANNEN, STILLWELL & PERRIN, P.A.

Clark A. Stillwell /pro

Clark A. Stillwell

CAS/tr
Enclosures
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend

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01 AUG -3 PM 3:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT

OF

CITRUS MEMORIAL HEALTH FOUNDATION, INC.

(A Florida Not-For-Profit Corporation)

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

Pursuant to unanimous vote of the Board of Directors of Citrus Memorial Health Foundation, Inc. taken on June 25, 2001 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, David Langer and Secretary, Sandra Chadwick, 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. Two (2) members of the Board of Directors shall consist of the Chairman and Vice Chairman of the Citrus County Hospital Board. A member of the Board of Directors serving thereon by reason of his or her holding the office of Chairman or Vice Chairman of the Citrus County Hospital Board shall serve on the Board of Directors of the Corporation for as long, and only as long, as he or she continues to hold the office of Chairman or Vice Chairman of the Citrus County Hospital Board.

7.3.2 At Large Directors. There shall be a minimum of five (5) and a maximum of twelve (12) At Large Directors who shall initially be the nine (9) Directors currently serving as Directors of the Corporation. Thereafter, Directors shall be nominated by the Board of Directors in the manner as shall be fixed in the

Bylaws from time to time. The terms of the Directors shall be staggered at intervals of two, three and four years. At Large Directors shall be eligible to serve no more than four (4) consecutive terms, including his or her initial terms; provided, however, a former At Large Director shall again become eligible for Board membership one (1) year following the expiration of his or her most recently concluded term on the Board. At Large Directors holding the office of Chairman or Vice Chairman of the Citrus County Hospital Board will serve both seats.

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 of the Chief/President of the medical staff serves on a board of a competing hospital or major health care 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 Florida, the Articles of Incorporation of the corporation shall be amended to include Article VII, Section 7.3, 7.3.1, 7.3.2. and 7.3.3 as set forth above.

The foregoing amendment was adopted in writing by the Directors of the corporation on June 25, 2001.

IN WITNESS WHEREOF, the undersigned Chairman of the Board of Directors and Secretary of this corporation have executed these Articles of Amendment this 23 day of July, 2001.

David O Langer

David Langer, Chairman of the Board

Sandra Chadwick

Sandra Chadwick, Secretary

STATE OF FLORIDA
COUNTY OF CITRUS

The foregoing instrument was acknowledged before me on this 23rd day of July, 2001 by David Langer, Chairman of the Board, who is personally known by me/produced a driver's license and who did take an oath.

B J Williams
Notary Public

B. J. WILLIAMS
MY COMMISSION # CC 917159
EXPIRES: July 9, 2004
Bonded Thru Notary Public Underwriters

STATE OF FLORIDA
COUNTY OF CITRUS

The foregoing instrument was acknowledged before me on this 23rd day of July, 2001 by Sandra Chadwick, Secretary of the Board, who is personally known by me/produced a driver's license and who did take an oath.

B J Williams
Notary Public

B. J. WILLIAMS
MY COMMISSION # CC 917159
EXPIRES: July 9, 2004
Bonded Thru Notary Public Underwriters