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March 28, 2000

Florida Department of State
Division of Corporations
George Firestone Building
409 E. Gaines Street
Tallahassee, FL 32399

Via Hand Delivery

Re: Filing Amendment of Articles of Incorporation

Dear Sir or Madame:

This firm represents FOA Charities, Inc., a not for profit corporation registered under Chapter 617, Florida Statutes.

Attached hereto please find for filing with your agency the original and one copy of the Amendment of Articles of Incorporation. Please note that the change of address, including the change of address for the Registered Agent, recited in the amendment was previously made on the corporation's annual report.

Also enclosed is a check payable to the Florida Department of State in the amount of \$35.00 in payment of the filing fee for the amendment.

Please do not hesitate to contact me with any questions or if additional information is necessary. Thank you for your anticipated cooperation.

Sincerely,
CARSON & ADKINS

John E. Griffin
John E. Griffin

enclosures

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*****35.00 *****35.00

Name Change & Amend

FILED
00 MAR 28 PM 4:54
RECEIVED
00 MAR 28 PM 3:17
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

*ADK
3/29/00*

**ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION
of
FOA CHARITIES, INC.
A Not For Profit Corporation**

FILED
00 MAR 28 PM 4:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 617.1006, Florida Statutes, the undersigned Florida not for profit corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: Article I is amended to read as follows:

ARTICLE I
Name

The name of the corporation is Florida Optometric Association Charities, Inc.

Article IX is amended to read as follows:

ARTICLE IX
Location

The principal office of this corporation shall be in the City of Tallahassee, County of Leon, State of Florida, but the corporation may have and maintain branches, offices, and places of business and activities elsewhere in the State of Florida. The mailing address of the corporation is 2958 Wellington Circle North, Suite 200, Tallahassee, Florida 32308.

Article XI is amended to read as follows:

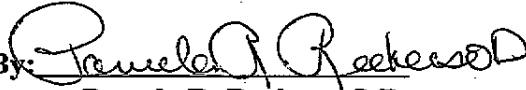
ARTICLE XI
Registered Agent

The name and street address of the corporation's registered agent is Leonard A. Carson, Esq., 2958 Wellington Circle North, Suite 200, Tallahassee, Florida 32308.

SECOND: The date of adoption of the amendments was January 28, 2000.

THIRD: There are no members or members entitled to vote on the amendments. The amendments were adopted by the Board of Directors.

FOA CHARITIES, INC.

By: 
Pamela R. Reekers, O.D.
President

Date: 3/21/2000