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EDYTH BUSH CHARITABLE FOUNDATION, INC.

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**FIRST AMENDMENT TO ARTICLES OF INCORPORATION
OF
EDYTH BUSH CHARITABLE FOUNDATION, INC.**

Pursuant to Sections 617.1001 and 617.1002 of the Florida Not For Profit Corporation Act, **EDYTH BUSH CHARITABLE FOUNDATION, INC.**, a Florida not-for-profit corporation (the "Corporation"), hereby adopts the following First Amendment to its Articles of Incorporation.

1. The name of the Corporation is **EDYTH BUSH CHARITABLE FOUNDATION, INC.**

2. Article III of the Articles of Incorporation of the Corporation is hereby amended in its entirety to read as follows:

The corporation shall not have members. All corporate powers of the corporation shall be exercised by or under the authority of, and the policies, business and affairs of the corporation shall be established and managed under the direction of, the Board of Directors. The number and manner of election or appointment of Directors shall be as provided in the corporation's By-Laws.

3. The first sentence of Article VIII of the Articles of Incorporation of the Corporation is hereby amended to read as follows:

The officers of the corporation shall consist of a President, one or more Vice Presidents, a Secretary, a Treasurer, and such other officers as may be provided for by the Board of Directors from time-to-time in the By-Laws.

4. Subject only to the foregoing amendments to Article III and Article VIII, the Articles of Incorporation of the Corporation shall be and remain in full force and effect.

5. The foregoing First Amendment to the Articles of Incorporation was adopted on November 30, 2007 by a majority vote of the members and a majority vote of the Board of Directors of the Corporation, and such number of votes was sufficient for approval.

IN WITNESS WHEREOF, the undersigned have executed this First Amendment to its Articles of Incorporation this 30th day of November, 2007.

**EDYTH BUSH CHARITABLE
FOUNDATION, INC.**, a Florida not-for-profit
corporation

By: DAVID A. O'DONOHUE
David A. O'Donohue President

Attest: Deborah J. Hessler
Deborah J. Hessler Secretary

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