

737111

(Requestor's Name)

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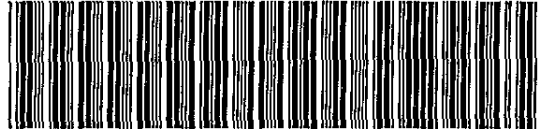
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TALLAHASSEE, FLORIDA

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[Signature]

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December 13, 2002

Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314

Re: Mercy Hospital Foundation, Inc. Charter # 737111

To Whom It Concerns:

Enclosed please find the Articles of Amendment to the Articles of Incorporation to the above referenced Corporation, along with my check in the amount of \$35.00, payable to the Department of State.

Please proceed to file these Articles of Amendment of record.

If you have any questions, please do not hesitate to contact me.

Cordially,



Lewis W. Fishman

LWF:

**ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION
OF
MERCY HOSPITAL FOUNDATION, INC.**

Pursuant to the provisions of Section 617.006, Florida Statutes, the undersigned Florida not-for-profit corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the corporation is Mercy Hospital Foundation, Inc.
2. Article V, Section 3, is added, to read as follows:

"Section 3. Transfer of Assets. In addition to the rights reserved to CHE under these Articles, CHE shall have the power to transfer assets of the Corporation or to require the Corporation to transfer assets to CHE, which assets the Corporation shall be authorized to transfer, to the extent necessary to pay for CHE's periodic debt service payments to accomplish CHE's goals and objectives, and to provide for the payment of all indebtedness of CHE or an entity controlled by, controlling, or under common control with CHE (for purposes of this Section, a "CHE Affiliate") issued or incurred by or on behalf of CHE or a CHE Affiliate in furtherance of CHE's goals and objectives. The Corporation shall not be required to violate its charitable purposes, the terms of any restricted gifts, or the covenants of its debt instrument as a result of any asset transfers made or directed by CHE. Except for transfers previously approved by CHE, transfers to an affiliate or subsidiary of the Corporation, and transfers in the ordinary course of business or otherwise required by law or pre-existing contract, the Corporation shall not transfer assets to entities other than CHE or CHE Affiliates without the approval of CHE".

3. This Amendment was adopted by the Corporate Member on September 4, 2002 and by the CHE Board of Directors on OCTOBER 28, 2002 and the number of votes cast for the Amendment was sufficient for approval.

MERCY HOSPITAL FOUNDATION, INC.

By: _____

Luis Villa, M.D.
Chairperson

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