

741084

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THE PHILIP AND JULIA MESHBERG FAMILY FOUNDATION, INC

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
THE PHILIP AND JULIA MESHBERG FAMILY FOUNDATION, INC.
Document Number: 741084**

Pursuant to the provisions of Section 617.1006, Florida Statutes, the undersigned Florida Not For Profit Corporation adopts the following amendment to its Articles of Incorporation:

FIRST: The Corporation filed its Articles of Incorporation on December 20, 1977 and filed its first Articles of Amendment to its Articles of Incorporation on June 12, 2000.

SECOND: The Corporation desires to further amend its Articles of Incorporation by adding an ARTICLE SEVENTEENTH as follows:

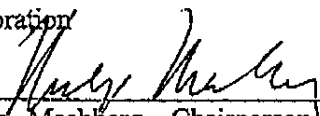
“SEVENTEENTH: Notwithstanding any provision of these Articles of Incorporation, as amended, concerning any decision-making threshold by the Board of Directors: (A) while Philip Meshberg serves as a member of the Board of Directors of the Corporation, any action taken by the Board of Directors shall be decided by the affirmative vote of a majority of the Directors present at a meeting at which a quorum exists or by the unanimous written consent of the Directors; and (B) if Philip Meshberg does not serve as a member of the Board of Directors of the Corporation, any action taken by the Board of Directors shall be decided by the unanimous affirmative vote or the unanimous written consent of the Directors.”

THIRD: In all other respects, the Corporation's Articles of Incorporation, as amended, remain as originally constituted.

FOURTH: The date of adoption of the amendment was as of November 28, 2007.

FIFTH: Adoption of Amendment: There are no members or members entitled to vote on the amendment. The amendment was adopted by the board of directors.

THE PHILIP AND JULIA MESHBERG FAMILY
FOUNDATION, INC., a Florida not for profit
corporation


Philip Meshberg, Chairperson of the Board of
Directors and Chief Executive Officer

Date as of November 28, 2007