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BASIC AMENDMENT

THE MARIE SELBY BOTANICAL GARDENS, INC.

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ARTICLES OF AMENDMENT

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TALLAHASSEE, FLORIDA

OF

THE MARIE SELBY BOTANICAL GARDENS, INC.

The Articles of Incorporation of The Marie Selby Botanical Gardens, Inc., a Florida corporation not-for-profit, were amended by the Board of Trustees at their regular meeting on October 15, 2003, by affirmative vote of more than two-thirds of the members of said board, pursuant to the provisions of Article X of said Articles of Incorporation, by striking Article VIII in its entirety and substituting in its place and stead the following:

ARTICLE VIII. BOARD OF TRUSTEES

The business of the corporation shall be conducted by a Board of Trustees which shall consist of not less than five persons. Subject to the foregoing, a specific number or a minimum or maximum number of Trustees may, but need not, be prescribed by the bylaws. The Trustees shall serve for such terms as may be prescribed by the bylaws. Vacancies shall be filled by the Board of Trustees.

IN WITNESS WHEREOF, the Chairman of the Board of Trustees and the Secretary of the corporation have executed these Articles of Amendment as of the 15th day of October 2003.

Barbara Hansen Chairman of the Board

Martin W. Faust

Secretary