

747197



ACCOUNT NO. : 072100000032

REFERENCE : 723504 4312787

AUTHORIZATION : *Patricia Puyet*

COST LIMIT : PPD

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 FEB 27 PM 4:55

ORDER DATE : February 27, 1998

ORDER TIME : 2:59 PM

ORDER NO. : 723504-005

CUSTOMER NO: 4312787

100002443251--9

-03/02/98--01002--004
*****87.50 *****87.50

CUSTOMER: Kyle Saxon, Esq
Catlin Saxon Tuttle And Evans,
Alfred I. Dupont Bldg., #1700
169 E. Flagler Street
Miami, FL 33131

DOMESTIC AMENDMENT FILING

NAME: KEYS HOSPITAL FOUNDATION, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS:

RECEIVED
98 FEB 27 PM 3:43
DIVISION OF CORPORATIONS

CC

Anne
3-2-98

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 FEB 27 PM 4:55

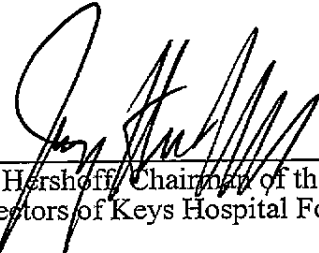
Articles of Amendment
To The Articles of Incorporation
of
KEYS HOSPITAL FOUNDATION, INC.

The following Amendment to the Articles of Incorporation of Keys Hospital Foundation, Inc., has i) been approved by majority vote of the Board of Directors and the Members of Keys Hospital Foundation, Inc., at a meeting held on January 28, 1998, at which a quorum was present, and at which the number of votes cast for the Amendment was sufficient for approval, and ii) been ratified by majority vote of the Board of Trustees of Baptist Health Systems of South Florida, Inc., at a meeting held on February 17, 1998 at which a quorum was present and at which the number of votes cast for ratification of the Amendment was sufficient for approval, with such Amendment to be effective as of February 17, 1998:

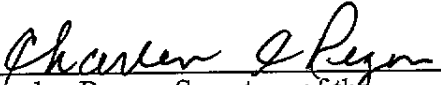
Paragraph (i) of Article III of the Articles of Incorporation is amended to change the term "10" to "5".

DATED this 17~~th~~ day of February, 1998.

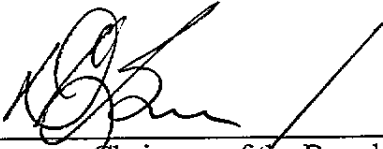
(Corporate
Seal)


Jay Hershoff, Chairman of the Board of
Directors of Keys Hospital Foundation, Inc.

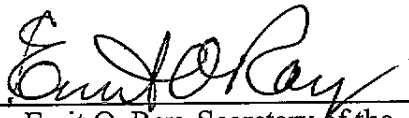
Attest:


Charlen Regan, Secretary of the
Board of Directors of Keys Hospital
Foundation, Inc.

(Corporate
Seal)


Donald L. Burgess, Chairman of the Board
of Trustees of Baptist Health Systems of
South Florida, Inc.

Attest:


Dr. Emit O. Ray, Secretary of the
Board of Trustees of Baptist Health
Systems of South Florida, Inc.

STATE OF FLORIDA
COUNTY OF DADE

The foregoing instrument was acknowledged before me this 17th day of February, 1998, by JAY HERSHOFF and CHARLEN REGAN, Chairman and Secretary, respectively, of the Board of Directors of Keys Hospital Foundation, Inc., a Florida not-for-profit corporation, on behalf of the corporation. They are personally known to me and did not take an oath.



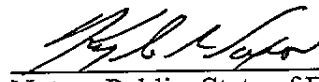
Notary Public, State of Florida
My Commission Expires:

STATE OF FLORIDA
COUNTY OF DADE



KYLE R. SAXON
Comm. No. CC 410982
My Comm. Exp. Nov. 26, 1998
Bonded thru Pichard Ins. Agcy.

The foregoing instrument was acknowledged before me this 17th day of February, 1998, by DONALD L. BURGESS and DR. EMIT O. RAY, Chairman and Secretary, respectively, of the Board of Trustees of Baptist Health Systems of South Florida, Inc., a Florida not-for-profit corporation, on behalf of the corporation. They are personally known to me and did not take an oath.



Notary Public, State of Florida



KYLE R. SAXON
Comm. No. CC 410982
My Comm. Exp. Nov. 26, 1998
Bonded thru Pichard Ins. Agcy.