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AMENDMENT TO THE ARTICLES OF INCORPORATION OF

FILED.

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ARCHDIOCESE OF MIAMI EDUCATION ENDOWMENT a Florida Not For Profit Corporation

PARAMASSEE, FEORIDA

The following Amendment to the Articles of Incorporation of Archdiocese of Miami Education Endowment Fund, Inc., a Florida not for profit corporation, duly adopted pursuant to the authority of Section 617.1002 of the Florida Statutes, and the existing Articles of Incorporation and Bylaws of Archdiocese of Miami Education Endowment Fund, Inc., a Florida not for profit corporation, wherein, after proper notice and upon proposed Resolution adopted by a majority of the Directors, a majority of the Members adopted said amendment at a duly called and constituted meeting with the consent of The Most Reverend John C. Favalora, as Archbishop of the Archdiocese of Miami, his successors in office, a corporation sole, and that a majority vote of the Members is all that is required for such amendment. This amendment supersedes and takes the place of such original provision of the Articles of Incorporation and any amendments thereto which were filed with the Secretary of State on February 27, 1981, March 27, 1982 and October 28, 1992.

BE IT RESOLVED, that the Articles of Incorporation of Archdiocese of Miami Education Endowment Fund, Inc., a Florida not for profit corporation, be and the same are hereby amended to read as follows:

ARTICLE I, is amended to read as follows:

ARTICLE I

- A) The name of the corporation shall be: Archdiocese of Miami Endowment Fund, Inc.
- B) The existence of the corporation shall be perpetual.
- C) The principal office of the corporation will be located at 9401 Biscayne Boulevard, Miami Shores, FL 33138.
- D) The resident agent of the corporation is J. Patrick Fitzgerald, whose address is 110 Merrick Way, Suite 3-B, Coral Gables, FL 33134.

ARCHDIOCESE OF MIAMI EDUCATION ENDOWMENT FUND, INC.

Sean Clánd

Secretary

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this __day of June 2006, by Sean Clancy as Secretary of Archdiocese of Miami Education Endowment Fund, Inc., a Florida not for profit corporation, on behalf of the corporation. [] He is personally known to me or [] he has produced Fe Dev Lie as identification.

NOTARY PUBLIC - STATE OF FLORIDA

My Commission Expires:

NOTARY PUBLIC-STATE OF FLORIDA
Robert L. Tokar
Commission # DD393740
Expires: MAR. 24, 2009
Bonded Thru Atlantic Bonding Co., Inc.

CERTIFICATION

I, the undersigned President of Archdiocese of Miami Education Endowment Fund, Inc., a Florida not for profit corporation, do hereby certify that the following is a true and correct copy of a Resolution unanimously adopted at a special meeting of the Member(s) of Archdiocese of Miami Education Endowment Fund, Inc., duly called for and held on May 17, 2006 at which a majority of the Members were present.

BE IT RESOLVED that the Articles of Incorporation be and are hereby amended as per the attached.

I FURTHER CERTIFY that there have been no changes, alterations or amendments and that therefore, said RESOLUTION is still in full force and effect and that it is not in conflict with any of the provisions of the Articles or Bylaws governing the Corporation.

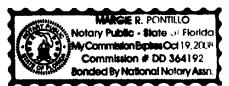
WITNESS my hand and seal at Miami this _ day of June, 2006.

ARCHDIOCESE OF MIAMI EDUCATION ENDOWMENT FUNDS, INC.

By:
Emilio Alonso-Mendoza
President

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this __day of fure 2006, by Emilio Alonso-Mendoza, as President of Archdiocese of Miami Education Endowment Fund, Inc., a Florida not for profit corporation, on behalf of the corporation. [] He is personally known to me or [] he has produced ______ as identification.



NOTARY PUBLIC - STATE OF FLORIDA

My Commission Expires: