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BASIC AMENDMENT

RONALD MCDONALD HOUSE CHARITIES OF PENSACOLA, INC.

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
RONALD MCDONALD HOUSE CHARITIES OF PENSACOLA, INC.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

Pursuant to the provisions of section 617.1006, Florida Statutes, this Florida not for profit corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: Article V of the Articles of Organization is hereby deleted in its entirety and replaced with the following Article IX:

*ARTICLE V

NO MEMBERS

Pursuant to section 617.1006, Florida Statutes, the corporation shall not have any Members effective as of October 13, 2005."

SECOND: Paragraph A of Article VIII of the Articles of Organization is hereby deleted in its entirety and replaced with the following Article VIII:

*ARTICLE VIII

MANAGEMENT OF CORPORATE AFFAIRS

A. Board of Directors. The powers of this corporation shall be exercised by a Board of Directors. The number of directors of the corporation shall be set by the Board of Directors; provided, however, that such number may be changed by a By-law duly adopted by the Board of Directors, but in no instance shall there ever be less than three (3) directors.

The Board of Directors shall be responsible for electing additional members to the Board of Directors as needed to maintain the proper number of directors. The term of office of each Director shall end on the date that is 2 years after the beginning date of such term or until the Director's successor in office shall have been duly elected and qualified. The Board of Directors may also fill a vacancy for the unexpired term of any Director.

Any action to be taken by the Board of Directors under any provision of law may be taken without a meeting, if all members of the Board shall collectively or individually consent in writing to such action. Such written action in lieu of a meeting called for said purpose and such written consent or consents shall be filed with the minutes of the proceeding of the Board of Directors, and any such action by written consent shall have the same force and effect as if

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taken by unanimous vote of the directors. Any certificate or other document filed under any provision of law which relates to an action so taken shall state that the action was taken by unanimous written consent in lieu of a meeting of the Board of Directors and that the Articles of Incorporation and By-laws of this corporation authorize the directors to so act. Such a statement shall be prima facie evidence of such authority."

THIRD: Article IX of the Articles of Organization is hereby deleted in its entirety and replaced with the following Article IX:

"ARTICLE IX

BY-LAWS

Subject to the limitations contained in the By-Laws, and any limitations set forth in the corporations not for profit law of Florida, the By-Laws of this corporation may be made, altered, rescinded, added to, or new By-Laws may be adopted, either by a resolution of the Board of Directors or by following the procedure set forth therefore in the By-Laws."

FOURTH: Article XI of the Articles of Organization is hereby deleted in its entirety and replaced with the following Article XI:

"ARTICLE XI

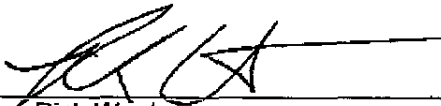
AMENDMENT OF ARTICLES

Amendments to these Articles of Incorporation may be proposed by a resolution adopted and approved by two-thirds (2/3) of the membership of the Board of Directors."

FIFTH: The adoption of this amendment is made effective as of October, 2005.

SIXTH: Adoption of Amendment: The amendment was unanimously approved by the board of directors of the corporation.

Signed this 13 day of October, 2005.

By: 
Name: Rick West
Its: President

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