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M95057

E-MAIL ADDRESS

June 28, 2001

FILED
2001 JUN 28 PM 1:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Division of Corporations
George Firestone Building
409 East Gaines Street
Tallahassee, FL 32301

Via Hand Delivery

To Whom It May Concern:

Enclosed for filing, please find **ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION**, along with a check in the amount of **\$52.50** for the applicable filing fees and fees to obtain a two (2) **CERTIFIED COPIES** of the **ARTICLES OF AMENDMENT** for the following entity:

MEMORIAL SUNSET PARK, INC.

Document Number: M95057

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-06/28/01--01073--025
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Upon receipt, please "date-stamp" the copy of the letter provided and call me at 850-222-7717, when the documents are ready. Thank you for your assistance in this matter.

Very truly yours,



Jill W. May, Paralegal

/jwm
Enclosures

G. COULLIETTE JUN 28 2001



**ARTICLES OF AMENDMENT TO
THE ARTICLES OF INCORPORATION OF
MEMORIAL SUNSET PARK, INC.**

THE UNDERSIGNED, Brent F. Heffron, Executive Vice President of MEMORIAL SUNSET PARK, INC., a Florida corporation (the "Corporation"), for and on behalf of the Corporation, hereby executes these Articles of Amendment to the Articles of Incorporation of the Corporation:

ARTICLE FIRST: The name of the Corporation is MEMORIAL SUNSET PARK, INC.

ARTICLE SECOND: The amendment to the Articles of Incorporation of the Corporation effected by these Articles of Amendment is that ARTICLE VII of the current Articles of Incorporation is amended in its entirety to provide as follows:

ARTICLE VII

This corporation shall have three (3) directors. The number of directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one (1).

ARTICLE THIRD: The amendment to the Articles of Incorporation of the Corporation reflected in ARTICLE SECOND hereof was duly adopted by the Shareholder and Board of Directors of the corporation by Joint Unanimous Written Consent, executed on June 15, 2001, 2001, in accordance with Sections 607.0704 and 607.0821 of the Florida General Corporation Act.

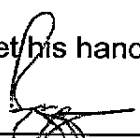
ARTICLE FOURTH: The effective date of these Articles of Amendment shall be June 15.

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TALLAHASSEE, FLORIDA

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IN WITNESS WHEREOF, the undersigned, Brent F. Heffron, Executive Vice President of the Corporation, has hereunto set his hand this 15th day of June, 2001.



Brent F. Heffron, Executive Vice President

STATE OF _____
COUNTY OF _____

The foregoing instrument was acknowledged before me this 15th day of June, 2001, by Brent F. Heffron, Executive Vice President of MEMORIAL SUNSET PARK, INC., a Florida corporation.

Signature of Notary Public

(Print Notary Name)

My Commission Expires: _____

Commission No.: _____

- Personally known, or
 - Produced Identification
- Type of Identification Produced

AFFIX NOTARY STAMP