

TURNER & LYNN, P. A.  
ATTORNEYS AT LAW

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N000000002592

March 22, 2001

State of Florida  
Division of Corporations  
P. O. Box 6327  
Tallahassee, Florida 32314

Gentlemen:

Re: The Music Foundation n/k/a The Protestant Foundation of the Ocean  
Reef Chapel, Inc.

Enclosed are an original and one copy of a Articles of Amendment to Articles of  
Incorporation for the above corporation, along with our Turner & Lynn, P. A., trust account check  
in the amount of \$35.00 to pay the filing fee.

Please return the copy to our office in the stamped, self-addressed envelope enclosed for  
your use. Thank you for your cooperation.

Very truly yours,

TURNER & LYNN, P. A.

By: \_\_\_\_\_

SANDRA T. LYNN, ESQ.

STL:  
Enclosure

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF

THE MUSIC FOUNDATION, INC. N/K/A/  
THE PROTESTANT FOUNDATION OF THE OCEAN REEF CHAPEL, INC.

*Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment to its articles of incorporation.*

FIRST: Article I shall be amended as follows:

That the name of the corporation be changed to that of The Protestant Foundation of the Ocean Reef Chapel, Inc. The principal place of business of the corporation shall be 32 Ocean Drive, Key Largo, Florida 33037. The principal mailing address of the corporation shall be 32 Ocean Drive, Key Largo, Florida 33037.

SECOND: Article IV (b) shall be amended as follows:

(b) for the purpose of raising and distributing funds for the use of the Protestant community in the holding of services and religious functions around the community of Ocean Reef, Key Largo, Florida.;

THIRD: Article V (a) shall be amended as follows:

(a) Board of Trustees. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Trustees. The number of Trustees of the corporation shall be three, provided, however, that such number may be changed by a bylaw duly adopted by the Board of Trustees.

The Trustees named herein as the first Board of Trustees shall hold office until the first meeting of members at which time an election of Trustees shall be held.

Trustees elected at the first annual meeting, and at all times thereafter, shall serve for a term of one (1) year until the annual meeting of members following the election of Trustees and until the qualification of the successors in office. Annual meetings shall be held at 32 Ocean Reef Drive, Key Largo, Florida 33037 on the third Thursday in March each year at 4:00 p.m., or at such other place or places as the Board of Trustees may designate from time to time by resolution.

Any action required or permitted to be taken by the Board of Trustees under any provision of law may be taken without a meeting, if all members of the board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the Trustees. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the Board of Trustees without a meeting, and that the Articles of Incorporation and the Bylaws of this corporation authorize the Trustees to so act. Such a statement shall be prima facie evidence of such authority.

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TALLAHASSEE, FLORIDA

The names and addresses of such members of the Board of Trustees are as follows:

| <u>Name</u>        | <u>Address</u>                            |
|--------------------|-------------------------------------------|
| JOHN A. BROOKE     | 22 Baker Road<br>Key Largo, FL 33037      |
| SHIRLEY D. SHIPLEY | 33 Card Sound Road<br>Key Largo, FL 33037 |
| BARBARA M. JACOBS  | 31 Card Sound Road<br>Key Largo, FL 33037 |

FOURTH: The date of adoption of the amendments was <sup>February</sup> ~~January~~ 16, 2001.

FIFTH: Adoption of Amendment: There are no members entitled to vote on the amendments. The amendments were adopted by the board of trustees.

THE PROTESTANT FOUNDATION OF THE OCEAN REEF CHAPEL, INC.

Frederic G. Lauder  
Frederic G. Lauder, Chairman

Maryann McGovern  
Maryann McGovern, Secretary

<sup>February</sup>  
~~January~~ 16, 2001