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Goodman Breen & Gibbs

ATTORNEYS AT LAW

Dorothy M. Breen* Nancy J. Gibbs* Kenneth D. Goodman*

3838 Tamiami Trail North, Suite 300 Naples, Florida 34103 (239) 403-3000 Fax (239) 403-0010

*Board Certified Attorney in Wills, Trusts & Estates Law

February 7, 2005

Florida Department of State Division of Corporations Post Office Box 6327 Tallahassee, Florida 32314

RE: DAN & JO ROUSSEAU CHARITABLE FOUNDATION, INC.

Dear Sir or Madam:

Enclosed please find two originals of the Articles of Amendment to the Articles of Incorporation for filing. Please file these and return one original in the enclosed envelope. A check in the amount of \$35, representing the appropriate filing fees, payable to the Florida Department of State is enclosed.

If for any reason you are not able to file these documents, please advise the undersigned by telephone at (239)403-3000.

Thank you for your assistance in this matter.

Denne M. Edwards

Denise M. Edwards Legal Assistant

Enclosures

ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF

DAN & JO ROUSSEAU CHARITABLE FOUNDATION, 1

The undersigned as directors of DAN & JO ROUSSEAU CHARITABLE FOUNDATION, INC., a corporation organized and existing under the provisions of Chapter 607, the Florida Business Corporation Act, of the Florida Statutes (the "Corporation"), adopts the following Articles of Amendment to the Articles of Incorporation of DAN & JO ROUSSEAU CHARITABLE FOUNDATION, INC., for the purpose of changing its corporate name to DR. DAN & JO ROUSSEAU CHARITABLE FOUNDATION, INC.

- 1. The name of the corporation shall be and hereby is DR. DAN & JO ROUSSEAU CHARITABLE FOUNDATION, INC.
- 2. The office, address and registered agent of the Corporation shall remain as previously designated in its Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned, being the directors of the Corporation, have executed these Articles of Amendment this _____ day of February, 2005...

DAN & JO ROUSSEAU CHARITABLE FOUNDATION, INC.

Daniel L. Rousseau

// -/ 0

Daniel L. Rousseau, Jr.

Mary J. Siegrist

STATE OF FLORIDA COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this day of February, 2005, by Daniel L. Rousseau, as a director of DAN & JO ROUSSEAU CHARITABLE FOUNDATION, INC., a Florida corporation, on behalf of the corporation. He or she Zi is personally known to me or I has produced a driver's license as identification.

NOTARY PUBLIC:

Sign

Print

State of Florida at Large My Commission Expires:

> KENNETH D. GOODMAN Natary Public - State of Florida

Viy Commission Expires Join 22, 2005

Commission # CC991700

STATE OF FLORIDA COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this day of February, 2005, by Josephine P. Rousseau, as a director of DAN & JO ROUSSEAU CHARITABLE FOUNDATION, INC., a Florida corporation, on behalf of the corporation. He or she z is personally known to me or \square has produced a driver's license as identification.

NOTARY PUBLIC:

Sign

Print

State of Florida at Large My Commission Expires:

STATE OF FLORIDA COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this day of February, 2005, by Daniel L. Rousseau, Jr., as a director of DAN & JO ROUSSEAU CHARITABLE FOUNDATION, INC., a Florida corporation, on behalf of the corporation. He or shear is personally known to me or □ has produced a driver's license as identification.

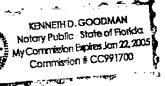
NOTARY PUBLIC:

Sign

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State of Florida at Large

My Commission Expires:



KENNETH D.GC

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STATE OF FLORIDA COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this

day of February, 2005, by Mary J. Siegrist, as a director of DAN & JO ROUSSEAU CHARITABLE FOUNDATION, INC., a Florida corporation, on behalf of the corporation. He or she

is personally known to me or □ has produced a driver's license as identification.

NOTARY PUBLIC:

Sign

Print

State of Florida at Large My Commission Expires:

KENNETH D. GOODMAN

Notary Public State of Horida

MyCommission Explies Jan 22, 2005

Commission # CC99 1700