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GARY BROOKMYER ELLIOT F. HOCHMAN DANIEL J. PROBST DONNA NADEAU BROOKMYER, HOCHMAN, PROBST & NADEAU, P.A.

GARDENS PLAZA
3300 PGA BOULEVARD, SUITE 500
PALM BEACH GARDENS, FLORIDA 33410
TELEPHONE (561) 624-2110
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September 11, 2001

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Department of Corporations Secretary of State 409 E. Gaines Street Tallahassee, FL 32399

RE: Milton W. Arnold & Josephine Shore Foundation, Inc. A Florida Not-For-Profit Corporation

Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Amendment of the above-referenced corporation, together with a check in the amount of \$35.00 to cover the filing fee.

Please file said articles using the date of receipt as the date of filing. Also, return a copy of the filed Amendment to the undersigned at the address listed above.

Should you have any questions, please do not hesitate to contact me.

Very truly yours,

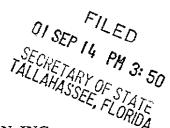
Betty J. Andrews for Elliot F. Hochman

EFH:ba ...

EP II4 PM 3: 50 ETARY OF STATE WHASSEE, FLORID

enclosures

ARTICLES OF AMENDMENT TO ARTICLES OF ORGANIZATION OF



MLTON W. ARNOLD & JOSEPHINE SHORE FOUNDATION, INC.

A FLORIDA NOT-FOR-PROFIT CORPORATION

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida non-profit corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: Amendment adopted:

ARTICLE IV <u>DIRECTORS</u> of MILTON W. ARNOLD & JOSEPHINE SHORE FOUNDATION, INC. as stated therein is herewith revoked and deleted in its entirety. The following ARTICLE IV <u>DIRECTORS</u> is substituted in its place and stead:

ARTICLE IV DIRECTORS

There shall be not less than three (3) members of the Board of Directors of the Corporation and not more than ten (10). Additional Directors may be added from time to time by the majority vote of Directors then serving.

The names and addresses of the persons who are to serve as Directors until the first election thereof are as follows:

Name	Address
Josephine Shore	P. O. Box 17736 West Palm Beach, FL 33416
Marthann Zmistowski	8550 Nashua Drive Palm Beach Gardens, FL 33418
Felicia DeGolyer Lovelett	3324 Damascus Road Brookville, MD 20833-1209

Any action required or permitted 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 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 Directors. 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 Directors without a meeting, and that the Articles of Incorporation and the Bylaws of this Corporation authorize the Board to so act. Such a statement shall be prima facie evidence of such authority.

SECOND: The date of adoption of the amendment is August 10, 2001.

THIRD: Adoption of Amendment (check one):

/_/ The amendment was adopted by the members and the number of votes cast for the amendment was sufficient for approval.

XX There are no members or members entitled to vote on the amendment. The amendment was adopted by the board of directors.

This 10 day of August, 2001.

Signature of a member or authorized representative of a member

JOSEPHINE SHORE, DIRECTOR Typed or printed name of signee - Title