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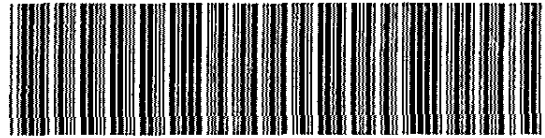
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Amend

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04 DEC -8 PM 1:36
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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: A.E. "Bean" Backus Gallery & Museum?

DOCUMENT NUMBER: _____

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

E. Clayton Gates
(Name of Contact Person)

Gates & Mancini, LLC
(Firm/ Company)

311 S. 2d St., Suite 102
(Address)

Fort Pierce, FL 34950
(City/ State/ and Zip Code)

For further information concerning this matter, please call:

E. Clayton Gates at (772) 465-7990
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- ☒ \$35 Filing Fee ☐ \$43.75 Filing Fee & Certificate of Status ☐ \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed) ☐ \$52.50 Filing Fee & Certificate of Status & Certified Copy (Additional Copy is enclosed)

Mailing Address
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address
Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
A.E. "BEAN" BACKUS GALLERY & MUSEUM, INC.**

FILED
04 DEC -8 PM 1:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article XII of the articles of incorporation was amended by the corporation's board of directors on August 18, 2004. The corporation is filing these articles of amendment to articles of incorporation of this non-profit corporation pursuant to F.S. 607.1006.

2. Article XII of the articles of incorporation was amended as follows:

"In the event of a dissolution of this corporation, by operation of law or otherwise, any assets remaining after the payment of such debts and claims as may be legally established against it shall inure to and become the property of the A.E. Backus Gallery Trust for use of trust purposes."

The date of adoption of the amendment(s) was: August 18, 2004

Effective date if applicable: August 18, 2004
(no more than 90 days after amendment file date)

Adoption of Amendment(s) (CHECK ONE)

- ☒ The amendment(s) was (were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.
- ☐ There are no members or members entitled to vote on the amendment. The amendment(s) was (were) adopted by the board of directors.

Signed this 20 day of August, 2004.

Signature

Peggy W. Berg

(By the chairman or vice chairman of the board, president or other officer- if directors have not been selected, by an incorporator- if the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary.)

Peggy W. Berg

(Typed or printed name of person signing)

President

(Title of person signing)

FILING FEE: \$35