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DIVISION OF CORPORATIO

BASIC AMENDMENT

ARTHUR W. SILVESTER, JR. FOUNDATION, INC.

Certificate of Status	0
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FLORIDA DEPARTMENT OF STATE Jim Smith Secretary of State .

August 30, 2002

ARTHUR W. SILVESTER, JR. FOUNDATION, INC. 470 COLUMBIA DRIVE SUITE D-201 WEST PALM BEACH, PL 33409

SUBJECT: ARTHUR W. SILVESTER, JR. FOUNDATION, INC.

REF: N02000001372

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Amendments for nonprofit corporations are filed in compliance with section 617.1006, Florida Statutes.

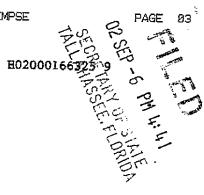
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AMENDMENT TO THE ARTICLES OF INCORPORATION OF THE ARTHUR W. SILVESTER, JR. FOUNDATION, INC.

Pursuant to the provisions of Section 617.1006 of the Florida Statutes, the ARTHUR W. SILVESTER, JR. FOUNDATION, INC. (the "Corporation") hereby adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: Article I of the Corporation's Articles of Incorporation is deleted in its entirety, and in its place and stead, the following is substituted:

"ARTICLE I - NAME

The name of the Corporation is the SILVESTER FOUNDATION, INC."

SECOND: Article IX of the Corporation's Articles of Incorporation is deleted in its entirety, and in its place and stead, the following is substituted:

"ARTICLE IX - DIRECTORS

The Board of Directors of this Corporation shall not be less than four (4) persons. In the event of a vacancy on the Board of Directors by reason of a resignation, removal or increase in the number of persons on the board, the remaining directors by affirmative vote thereof (whether or not constituting a quorum) may fill such vacancy in the event that the vacancy shall reduce the number of directors on the board to less than four (4) persons. Any director may resign his or her office, and such resignation shall be effective when submitted in writing to both the President and Secretary of the Corporation. Any director may be removed from

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office with or without cause by an affirmative vote of the remaining directors, whether or not constituting a quorum, at a regular or special meeting of the Board of Directors, provided that notice of such proposed action is set forth in the notice of the meeting which is sent to the directors. The directors shall be elected as provided in the By-Laws.

The names and street addresses of the Board of Directors of this Corporation are as follows:

Arthur W. Silvester, Jr. 1990 N.E. Ocean Boulevard Stuart, Florida 34996

Renee T. Silvester
350 Devonshire Way
Apartment 3329
Palm Beach Gardens, Florida 33418

Kathy Carlton 1990 N.E. Ocean Boulevard Stuart, Florida 34996

Douglass E. Pereboom 470 Columbia Drive Suite D-201 West Palm Beach, Florida 33409"

THIRD: The foregoing amendment shall become effective on the date that the Articles of Amendment are filed with the Secretary of State of the State of Florida.

FOURTH: There are no members of the Corporation that are entitled to vote on the proposed Amendments. The proposed Amendments were approved by the Board of Directors of the Corporation at a special meeting of the board held on June 27, 2002.

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IN WITNESS WHEREOF, the President of the ARTHUR W. SILVESTER, JR. FOUNDATION, INC. has signed this Amendment to the Articles of Incorporation of the ARTHUR W. SILVESTER, JR. FOUNDATION, INC. this Lay of June, 2002.

ARTHUR W. SILVESTER, JR. FOUNDATION, INC.

By:

ARTHUR W. SILVESTER, JR., President

STATE OF RHODE ISLAND)) s.s COUNTY OF NEWPORT)

I hereby certify that the foregoing Amendment to the Articles of Incorporation of the ARTHUR W. SILVESTER, JR. FOUNDATION, INC. were signed before me this Aday June, 2002, by ARTHUR W. SILVESTER, JR., who is the President of the ARTHUR W. SILVESTER, JR. FOUNDATION, INC., and who is either personally known to me or who has produced his driver's license as identification.

Notary Public, State of Rhode Island

My Commission Expires: 2-4-04

WGD/Dec1002/Silvenur Foundation - Articles of Amendment