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BASIC AMENDMENT

PEER, INC.

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**Articles of Amendment to the Articles of Incorporation
of PEER, Inc.**

The undersigned, for the purpose of amending "Article III: Purpose" of the Articles of Incorporation of PEER, Inc., do hereby adopt the following amendments:

1. The name of the corporation is PEER, Inc.
2. Article III: Purpose is hereby amended to delete the original language and substitute the following language:

The purpose of this business is to provide research and education for the preservation and restoration of Florida natural resources. This will be effectively accomplished through researching current and innovative land management and habitat restoration techniques. PEER will then apply the research results while implementing future restoration projects. Research results will be presented at scientific conferences to disseminate the findings and present the best management practices associated with land management and habitat restoration techniques. In addition, when ever possible, public outreach will be used to organize volunteer efforts to accomplish PEER's goals. In addition, PEER will foster partnerships between private landowners and public entities to implement habitat restoration projects within the state of Florida.

This corporation is organized and operated exclusively for charitable purposes within the meaning of section 501(c) (3) of the Internal Revenue Code.

No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof.

No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c) (3) of the Internal Revenue Code or (b) by an organization, contributions to which are deductible under section 170(c) (2) of the Internal Revenue Code.

3. There are members of this corporation but such members are not entitled to vote on a proposed amendment to the Articles of Incorporation. The Board of Directors at a special meeting called for that purpose on October 24, 2003 adopted this amendment.

CAPITAL CONNECTION

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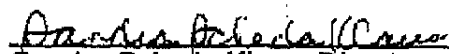
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The undersigned, being all of the members of the Board of Directors of PEER, Inc. have executed these Articles of Amendment to the Articles of Incorporation of PEER, Inc. on this 24th day of October, 2003.



Thomas F. Ries, Director



Sandra Scheda Klaus, Director



David Sumpter, Director

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