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BASIC AMENDMENT

THE MARK L. AND MARILYN GUSHNER FOUNDATION, INC

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

June 23, 2004

THE MARK L. AND MARILYN GUSHNER FOUNDATION, INC.
* MARK L. GUSHNER
2860 LA BATEAU DR
PALM BEACH GARDENS, FL 33410

SUBJECT: THE MARK L. AND MARILYN GUSHNER FOUNDATION, INC.
REF: N04000004856

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Michelle Milligan
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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
THE MARK L. AND MARILYN GUSHNER FOUNDATION, INC.,
a Florida not-for-profit corporation**

Pursuant to the provisions of section 617.1006, Florida Statutes, THE MARK L. AND MARILYN GUSHNER FOUNDATION, INC. adopts the following amendment(s) to its Articles of Incorporation:

FIRST: The name of the corporation is THE MARK L. GUSHNER AND MARILYN GUSHNER FOUNDATION, INC. (the "Corporation").

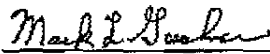
SECOND: Article I of the Articles of Incorporation of the Corporation is amended in its entirety to read as follows:

"ARTICLE I - NAME

The name of the corporation is THE MARK L. AND MARILYN GUSHNER FAMILY FOUNDATION, INC."

THIRD: There are no members entitled to vote on the amendment. The amendment was adopted by the Corporation's Board of Directors. on June 4, 2004.

The undersigned, as President of the Corporation, has executed these Articles of Amendment on June 4th, 2004.



MARK L. GUSHNER, President

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MITCHELL D. SCHEPPS, ESQ.
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