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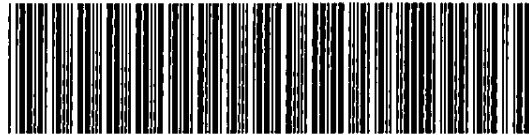
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*Corrected to add member statement
provided by Mr. Wilcox 04-12-07
C.C.*

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04/10/07--01016--002 **35.00

APPROVED
AND
FILED

07 APR 10 AM 11:06

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend
G. Conditto APR 12 2007

LAW OFFICES OF
DAVID W. WILCOX

308 THIRTEENTH STREET WEST
BRADENTON, FLORIDA 34205
TELEPHONE: (941) 746-2136

April 3, 2007

MAILING ADDRESS:
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EMAIL: dwilcox@wilcox-law.com

Florida Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32314

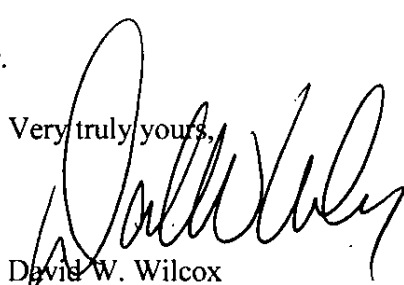
RE: Articles of Amendment
The Florida Biodiversity Foundation, Inc.

Dear Sir/Madame:

Enclosed herewith please find an original and one copy of Articles of Amendment to Articles of Incorporation of the above referenced corporation. Also enclosed is my check in the amount of \$35.00 for the filing fee. Please file the amendment and return a stamped copy to me for my records.

Thank you for your cooperation in this matter.

Very truly yours,



David W. Wilcox

DWW: bbw
Enclosures

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
THE FLORIDA BIODIVERSITY FOUNDATION, INC.**

APPROVED
AND
FILED
07 APR 10 AM 11:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. A new Article VIII is created and added to the Articles of Incorporation of **THE FLORIDA BIODIVERSITY FOUNDATION, INC.** as follows:

**ARTICLE VIII
DISSOLUTION**

A. Upon the dissolution of this organization, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the IRC, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the appropriate court in the county in which the principal office of the corporation is located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

B. 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 corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

2. The foregoing amendment was adopted unanimously by the directors at a meeting called for such purpose on March 5, 2007, *the directors are the members.*

3. All of the directors of the Corporation were authorized to vote on the amendment and the directors voted unanimously in favor of the amendment. The number of votes cast were sufficient for approval.

4. The effective date of the Amendment is March 5, 2007.

IN WITNESS WHEREOF, the undersigned Directors of this corporation have executed these Articles of Amendment on March 19th, 2007.

**THE FLORIDA BIODIVERSITY
FOUNDATION, INC.**

Thomas C. Emmel

THOMAS C. EMMEL, Ph.D., Director

Janet S. Daniels

JANET S. DANIELS, Ph.D., Director

William W. McGuire

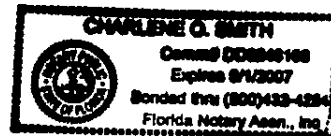
WILLIAM W. MCGUIRE, MD, Director

STATE OF FLORIDA

COUNTY OF Alachua

THE FOREGOING INSTRUMENT was acknowledged before me this 19th day of March, 2007 by **THOMAS C. EMMEL, Ph.D., Director of THE FLORIDA BIODIVERSITY FOUNDATION, INC.**, a Florida not for profit corporation, on behalf of the corporation, who is personally known to me or produced personally as identification..

Charlene O. Smith
NOTARY PUBLIC

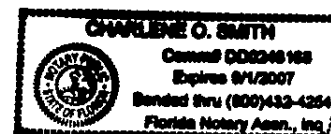


STATE OF FLORIDA

COUNTY OF Alachua

THE FOREGOING INSTRUMENT was acknowledged before me this 19th day of March, 2007 by **JANET S. DANIELS, Ph.D., Director of THE FLORIDA BIODIVERSITY FOUNDATION, INC.**, a Florida not for profit corporation, on behalf of the corporation, who is personally known to me or produced personally as identification.

Charlene O. Smith
NOTARY PUBLIC



Minnesota
STATE OF ~~FLORIDA~~
COUNTY OF *Hennepin*

THE FOREGOING INSTRUMENT was acknowledged before me this 24th day of March, 2007 by **WILLIAM W. McGUIRE, MD, Director of THE FLORIDA BIODIVERSITY FOUNDATION, INC.**, a Florida not for profit corporation, on behalf of the corporation, who is personally known to me or produced personally as identification.



Kristine A Cooley
NOTARY PUBLIC

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