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THE LANGESHAW FAMILY FOUNDATION, INC.

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
THE LANGESHAU FAMILY FOUNDATION, INC.**

Pursuant to the provisions of Section 617.1006, Florida Statutes, **THE LANGESHAU FAMILY FOUNDATION, INC.**, a Florida not for profit corporation (the "Corporation"), document number N07000008648 that filed its Articles of Incorporation with the Florida Department of State on September 4, 2007, hereby adopts the following amendments to its Articles of Incorporation:

1. The Corporation's Articles of Incorporation are hereby amended by inserting a new ARTICLE IX immediately following ARTICLE VIII as follows:

"ARTICLE IX

So long as this corporation shall be determined to be a "private foundation" within the meaning of Section 509 of the Code, it shall be required to distribute its income or other assets at such time and in such manner as the corporation will not be subject to the tax under Section 4942 of the Code; and further the corporation shall be prohibited from engaging in any act of self-dealing (as defined in Section 4941(d) of the Code), from retaining any excess business holdings (as defined in Section 4943(c) of the Code), from making any investments in such manner as to subject the corporation to tax under Section 4944 of the Code, and from making any taxable expenditures (as defined in Section 4945(d) of the Code)."

2. The Corporation's Articles of Incorporation are hereby amended by inserting a new ARTICLE X immediately following ARTICLE IX as follows:

"ARTICLE X

Should there be a dissolution of the corporation, the directors shall, after paying or making provision for the payment, out of the funds of the corporation of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purpose of the corporation in such manner, or to such organization or organizations under Section 501(c)(3) of the Code, as the Board of Directors shall determine."

3. Except as hereby amended, the Articles of Incorporation of the Corporation shall remain the same.

4. In accordance with §617.0123, Florida Statutes, these amendments shall be effective as of the date of this amendment.

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REGISTRATION SECTION

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5. There are no members of the Corporation. The foregoing amendments were approved by unanimous written consent of the board of directors of the Corporation dated as of October 22, 2009.

The undersigned has executed these Articles of Amendment as of the 3rd day of November, 2009.

THE LANGESHAW FAMILY FOUNDATION,
INC.

By:

James R. Shaw
JAMES R. SHAW, Director/President

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