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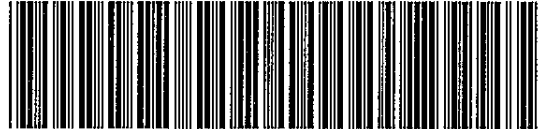
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

C. Ocullette MAR 16 2004

FILING OF DOCUMENTS

Date: March 9, 2004

Re: Rogers – Antioch Cemetery, Inc.
My File No. 02V-360

The following documents are enclosed for filing or recording with your office:

1. Articles of Amendment of Articles of Incorporation of Antioch Cemetery, Inc.

Check enclosed to cover fee \$35.00

FLORIDA DEPT OF STATE
DIVISION OF CORPORATIONS
CORPORATE FILINGS
P.O. BOX 6327
TALLAHASSEE, FL 32314

Kaklis, Venable & Witt, PA
Attorneys at Law
1400 4th Avenue West
Bradenton, Florida 34205
Phone (941) 747-1180 Fax (941) 746-9252

ARTICLES OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF
ANTIOCH CEMETERY, INC.,
a Florida corporation not for profit

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Florida Statute Section 617.1002, the Articles of Incorporation of the above-named corporation are amended as follows:

1. That the articles of incorporation of ANTIOCH CEMETERY, INC. are hereby amended by striking Article 4 in its entirety, and substituting the following:

ARTICLE 4

MEMBERS

To become a member of this corporation, one must be either (1) a lineal descendant of JAMES M. ROGERS or of JOSIAH H. ROGERS, both deceased, who were residents of Manatee County, Florida; OR (2) the spouse of a lineal descendant of the said JAMES M. ROGERS or JOSIAH H. ROGERS, AND pay annual dues set by the Board of Directors.

2. That the articles of incorporation of ANTIOCH CEMETERY, INC. are hereby amended by striking Article 8 in its entirety, and substituting the following:

ARTICLE 8

NUMBER OF DIRECTORS

The business of the corporation shall be conducted by a Board of Directors which shall consist of nine (9) persons being four (4) officers and five (5) at-large directors, all of whom shall be lineal descendants of James M. Rogers or Josiah H. Rogers, elected on a staggered basis at the annual meeting of the members, by a majority vote of the members present and voting.

3. The foregoing amendment was adopted by a majority vote of all members of the Corporation at a duly noticed meeting of the members on October 19, 2003.

IN WITNESS WHEREOF, we the undersigned have executed these Articles of Amendment this 19th day of October, 2003.

ANTIOCH CEMETERY, INC.

By: James C. Bejer
President

Attest: Mary Coomer
Secretary