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FROM: CARLTON, FIELDS, WARD, EMMANUEL, SMITH & CUT
CONTACT: ANNE ELLIS
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NAME: HERNANDO HEALTHCARE FOUNDATION, INC.

AUDIT NUMBER.....H98000010528

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Amendment

6-5-98

DC

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Date:	Phone Number	Fax Number
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To: Florida Division of Corporations	813-223-7000	813-229-4133
From: Nathaniel L. Doliner		

Client/Matter No.: 30249/71206

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Message: Electronic Cover Sheet, Confirmation Letter and Articles of Amendment to Articles of Incorporation for Hernando Healthcare Foundation, Inc.

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June 5, 1998

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June 5, 1998

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Division of Corporations
Department of State
State of Florida
409 East Gaines Street
Tallahassee, Florida 32399

Via Telecopy
904-922-4000

Re: Hernando Healthcare Foundation, Inc.

Dear Madam or Sir:

This letter is a confirmation of the electronic filing of the Articles of Amendment to the Articles of Incorporation of Hernando Healthcare Foundation, Inc.

Sincerely yours,

Nathaniel L. Doliner

Nathaniel L. Doliner
Florida Bar No. 161506

NLD/mpw
Enclosure

AUDIT NO. (((H98000010528 1)))

CARLTON, FIELDS, WARD, EMMANUEL, SMITH & CUTLER, P.A.
TAMPA ORLANDO PENSACOLA TALLAHASSEE WEST PALM BEACH ST. PETERSBURG

ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
HERNANDO HEALTHCARE FOUNDATION, INC.

Pursuant to the provisions of Chapter 617 of the Florida Statutes, **HERNANDO HEALTHCARE FOUNDATION, INC.**, a not-for-profit Florida corporation (the "Corporation"), adopts the following Articles of Amendments to its Articles of Incorporation:

1. Section 3.1 of the Articles of Incorporation is hereby amended in its entirety to read as follows:

3.1 PURPOSES.

The purposes of the Corporation shall be:

- (a) to improve the delivery of health care and health care education to residents of Hernando County, Florida, by making gifts, grants or other distributions to organizations that are exempt from federal income taxation under Section 501(a) of the Internal Revenue Code of 1986, as amended (the "Code"), as organizations described in Section 501(c)(3) of the Code, and providing scholarships with respect to health care education, to support and enhance the delivery of health care in Hernando County;
- (b) to provide a facility for attracting charitable gifts and grants to achieve the purposes set forth in Subsection (a) above;
- (c) to receive and administer endowment funds in accordance with their designated purposes;
- (d) to muster community support and commitment for the Corporation through an effective communications program that encourages philanthropic giving, increases the financial resources of other community not-for-profit organizations that deliver health care services or health care education to residents of Hernando County and provides educational information to current and potential donors as well as to the community at large;
- (e) to do and perform any and all acts or services that may be incidental or necessary to carry out the above purposes; and
- (f) to engage in any lawful act or activity for which a not-for-profit corporation may be organized under the laws of Florida, subject to the limitations set forth in Section 3.2 of this Article III.

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Nathaniel L. Doliner, Esq.
Carlton Fields
P.O. Box 3239, Tampa, FL 33601
Ph: 813-223-7000/813-229-4133
Fla. Bar No.: 161506

2. Article IV of the Articles of Incorporation is hereby amended in its entirety to read as follows:

ARTICLE IV
POWERS

The Corporation shall possess and exercise all the powers and privileges granted by Chapter 617 of the Florida Statutes, or by any other law of Florida, together with all powers necessary or convenient to the conduct, promotion or attainment of the activities or purposes of the Corporation, limited only by the restrictions set forth in these Articles of Incorporation; provided, however, that the Corporation shall not engage in activities that are not in furtherance of its charitable purposes other than as an insubstantial part of its activities.

3. Article VI of the Articles of Incorporation is hereby amended in its entirety to read as follows:

ARTICLE VI
MEMBERSHIP

The sole Members of the Corporation shall be individuals who are serving, at any relevant time, as the members of the Board of Directors of the Corporation.

4. Article IX of the Articles of Incorporation is hereby amended in its entirety to read as follows:

ARTICLE IX
BYLAWS

The power to make, alter, amend, repeal or adopt the Bylaws of the Corporation shall be vested solely in the Board of Directors of the Corporation.

5. The date of the adoption of the foregoing amendments by the sole member of the Corporation was the 27th day of May, 1998, and the number of votes cast for the amendments was sufficient for its approval.

Dated as of the 27th day of May, 1998.

HERNANDO HEALTHCARE FOUNDATION, INC.

By: Joe Piermatteo
Name: Joe Piermatteo
Title: Chairman