

N 42317

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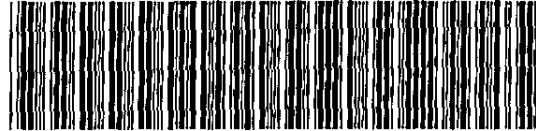
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LAW OFFICES  
**FRED M. CONE, P.A.**  
c/o 50 North Laura Street, Suite 2600  
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FRED M. CONE, JR.

February 17, 2005

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Department of State  
Division of Corporations  
Corporate Filings  
P.O. Box 6327  
Tallahassee, FL 32314

**Re: *Riverside Hospital Foundation, Inc.***  
***Articles of Amendment***

Dear Sir or Madam:

Enclosed for filing are Articles of Amendment for the referenced non-profit corporation. Also enclosed is this firm's check in the amount of \$43.75 in payment for the filing fee of \$35.00 and the cost of one certified copy of these Articles of Amendment, once filed. Please return the certified copy to me in the self-addressed envelope provided.

Thank you for your attention to this matter. Please do not hesitate to contact me should you have questions.

Very truly yours,

  
Lynn W. Bridges  
Legal Assistant

/lb  
Enclosures

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
RIVERSIDE HOSPITAL FOUNDATION, INC. (N42317)  
(not-for-profit corporation)**

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Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment to its articles of incorporation.

1. That Article VI, Section 2 is hereby amended to read as follows:

**ARTICLES VI  
Board of Directors**

Section 2. There shall be three classes of directors, to be known as Class A, Class B, and Class C, respectively. The names and addresses of the members of the Board of Directors who shall hold office until their successors are elected and have qualified, or until their death, resignation, or removal, are as follows:

<u>Name</u>	<u>Class</u>	<u>Address</u>
W. Lester Varn, Jr. (Replaced Milligan prior to 1994)	Class A	4075 Timuquana Road Jacksonville, Florida 32210
George A. Anderson, M.D. (Replaced Peeler prior to 1994)		2970 St. Johns Avenue, 8D Jacksonville, Florida 32205
George E. Utsey, Jr.		5345 Ortega Blvd., Unit 6 Jacksonville, Florida 32210
Charles J. Williams, III		4125 Venetia Boulevard Jacksonville, Florida 32210
Sylvia F. (Tibby) Sinclair		4222 Ortega Place Jacksonville, Florida 32210

Class B

Arch W. Cassidy (Replaced Buchanan prior to 1994)	4811 Ortega Blvd. Jacksonville, Florida 32210
M. Harlan Johnston, M.D.	5017 Ortega Forest Jacksonville, Florida 32210
Julian E. (Hickory) Fant, Jr. (Replaced Jane M. Wynn prior to 2001)	4062 Timuquana Road Jacksonville, Florida 32210
Harry T. Platt, III.	4376 Roma Blvd. Jacksonville, Florida 32210

Class C

Fred M. Cone, Jr.	207 Inlet Drive St. Augustine, Florida 32084
William H. Walton, III (Replaced William H. Long prior to 2002)	545 Ponte Vedra Boulevard Ponte Vedra Beach, Florida 32082
Katie Towers (replaced Charles D. Towers, Jr. prior to 2004)	4579 Ortega Boulevard Jacksonville, Florida 32210
A. Leland Burpee, Jr.	4787 Apalachee Street Jacksonville, Florida 32210

The term of office for each class of directors shall be three (3) years. The terms of the directors shall be staggered. The term of office of the Class A directors shall expire upon the election and qualification of their successors at the December 2004 annual meeting of the members; the term of the Class B directors shall expire upon the election and qualification of their successors at the December 2005 annual meeting of members; and the terms of the Class C directors shall expire upon the election and qualification of their successors at the December 2006 annual meeting of members. Upon expiration of the terms of office of the directors as classified above, their successors shall be elected for the terms of three (3) years each. In case of any increase in the number of directors, the additional directorships so created shall serve for an initial term of three years. A director shall not be entitled to be reelected to serve as a director if such reelection for a three (3) year term would result in such director serving for more than eighteen (18) consecutive years (inclusive of the time served by such director as an initial director named above); provided, however, a former director who is ineligible for reelection by reason of this limitation may be subsequently reelected to serve as a director provided such person has not been a director for at least one year preceding his reelection. The Annual Meeting is now held in December of each year.

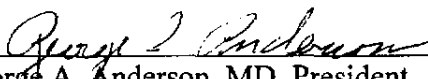
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3. The members of the corporation were not entitled to vote on this Amendment to the Articles of Incorporation.

4. The foregoing amendments were unanimously adopted by the directors of the corporation on December 14, 2004.

5. The effective date of the foregoing amendments is December 14, 2004, or if filed later, when filed with the Secretary of State.

IN WITNESS WHEREOF, the undersigned President of the corporation has executed these Articles of Amendment this 18<sup>th</sup> day of December, 2004.

  
\_\_\_\_\_  
George A. Anderson, MD, President