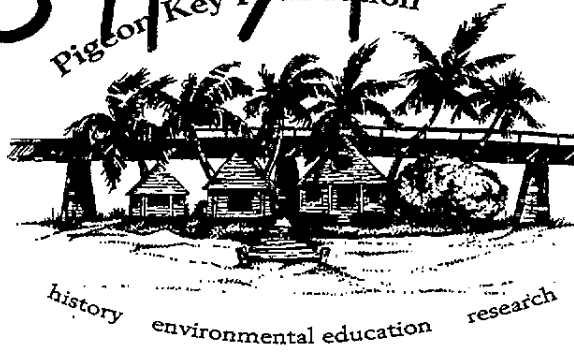


NS1179
Pigeon Key Foundation

Founding Sponsors
Nevy and Paul Mongerson



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

500003403985--4
-09/26/00--01032--011
*****43.75 *****43.75

ENCLOSED IS THE FOLLOWING:

1. ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF PIGEON KEY FOUNDATION, INC.
2. A CHECK IN THE AMOUNT OF \$43.75. THIS SHOULD COVER THE FILING FEE AND A CERTIFIED COPY OF THE AMENDMENT.

IF YOU HAVE ANY QUESTIONS, PLEASE CONTACT ME AT 305-289-0025 OR AT PIGEON KEY FOUNDATION, INC. P.O. BOX 500130, MARATHON, FL 33050.

NC Amend
10-3-00
PMS

FILED
00 SEP 25 AM 11:24
DIVISION OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT

to

ARTICLES OF INCORPORATION

of

FILED

00 SEP 25 AM 11:24

CLERK OF THE STATE
TALLAHASSEE, FLORIDA

PIGEON KEY PRESERVATION FOUNDATION, INC.
(present name)

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.

FIRST: Amendment(s) adopted: (INDICATE ARTICLE NUMBER(S) BEING AMENDED, ADDED OR DELETED.)

AMEND ARTICLE I OF THE ARTICLES OF INCORPORATION TO CHANGE SAID ARTICLE TO READ AS FOLLOWS: THE NAME OF THIS CORPORATION IS PIGEON KEY FOUNDATION, INC. THE PRINCIPAL OFFICE ADDRESS IS PIGEON KEY, MARATHON, FLORIDA, 33050.

AMEND THE THIRD GRAMMATICAL PARAGRAPH OF ARTICLE V A OF THE ARTICLES OF INCORPORATION BY ADDING IMMEDIATELY AFTER THE FIRST SENTENCE THE FOLLOWING SENTENCE: THE FOREGOING NOTWITHSTANDING, AT ALL TIMES AFTER THE BY-LAWS OF THE CORPORATION WERE AMENDED TO SO PROVIDE, DIRECTORS SHALL BE ELECTED TO STAGGERED TERMS OF OFFICE, THE FULL TERM OF WHICH OFFICE SHALL BE THREE YEARS.

SECOND: The date of adoption of the amendment(s) was: AUGUST 28, 2000

THIRD: Adoption of Amendment (CHECK ONE)

- The amendment(s) was(were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.
- There are no members or members entitled to vote on the amendment. The amendment(s) was(were) adopted by the board of directors.



Signature of Chairman, Vice Chairman, President or other officer

ALBERT D. STUART

Typed or printed name

PRESIDENT

Title

SEPTEMBER 6, 2000

Date