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May 9, 1997

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

Dear Sir/Madam:

Enclosed for filing are Articles of Amendment of Articles of Incorporation of The Janice Hope Schonwetter Foundation, Inc. Also enclosed is a check in the amount of \$87.50 to cover the \$35 filing fee and \$52.50 for a certified copy. An additional check in the amount of \$35 is enclosed for the registered agent's name change.

Please forward the certified copy to the undersigned in the self-addressed stamped envelope provided. Thank you.

Very truly yours,

LEONARD, STREET AND DEINARD

By *Gail E. Partlow*
Gail E. Partlow
Paralegal

SH 5/16

FILED
97 MAY 12 AM 10:47
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

/gep (19475-2)
Encs.

cc: Jerome Rausch
Morris M. Sherman

**ARTICLES OF AMENDMENT
OF ARTICLES OF INCORPORATION
OF
THE JANICE HOPE SCHONWETTER FOUNDATION, INC.**

I, Morris M. Sherman, the Secretary of The Janice Hope Schoenwetter Foundation, Inc., a Florida not for profit corporation which has no members, do hereby certify that the following amendments to the Articles of Incorporation were adopted by the Directors of said corporation on April 23, 1997, by a writing in lieu of a meeting adopting the following resolutions pursuant to Florida Statutes, Section 617.0821, Subd. 1, and that said resolutions are still in force and effect:

RESOLVED, that Articles I, II and X of the Amended and Restated Articles of Incorporation of this corporation shall be amended to read as follows:

ARTICLE I

NAME

The name of this corporation is The Janice Sarah Hope Foundation, Inc.

ARTICLE II

PRINCIPAL OFFICE

The principal office and mailing address of this corporation shall be located at 8111 Bay Colony Drive, #501, Naples, Florida 34108.

ARTICLE X

REGISTERED AGENT AND OFFICE

The registered office of the corporation and the name of the registered agent at such address are:

Janice Sarah Hope
8111 Bay Colony Drive, #501
Naples, Florida 34108

RESOLVED FURTHER, that the name and address of the first director listed in Article VIII of the Amended and Restated Articles of Incorporation of this corporation shall be amended as follows:


FILED
97 MAY 12 AM 10:47
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

Janice Sarah Hope

8111 Bay Colony, #501
Naples, Florida 34108

RESOLVED FURTHER, that the Secretary of this corporation is authorized and directed to make and execute Articles of Amendment embracing the foregoing resolutions and to cause such Articles of Amendment to be filed for record in the manner required by law.

IN WITNESS WHEREOF, I have hereto set my hand this 1st day of May, 1997.



Morris M. Sherman
Secretary

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED CORPORATION AT THE PLACE DESIGNATED IN THIS AMENDMENT, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE Janice Sarah Hope
Janice Sarah Hope
Registered Agent

DATE: 5/1, 1997