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FOLEY & LARDNER

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Attention: Darlene

1/26/98

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FAX #: (850)922-4000

FROM: FOLEY & LARDNER

ACCT#: 072720000061

CONTACT: VALERIE HODGE

PHONE: (904)359-2000

FAX #: (904)359-8700

NAME: R.N. CLUB OF MANATEE-SARASOTA, INC.

AUDIT NUMBER.....H98000001599

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0

PAGES..... 1

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Amendment

1/26/98

[Signature]

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To	AMENDMENTS	
Co.	DN CORP	
Dept.	SEC STATE	
Fax #	(850) 922-4000	
From	V. HODGE	
Co.	FOLEY & LARDNER	
Phone #	(904) 359-2000	
Fax #	(904) 359-8700	

01/26/98 MON 09:30 TEL 804 359 8700

FOLEY & LARDNER

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To	AMENDMENTS	From	V. HODGE
Co.	DN CORP	Co.	FOLEY & LARDNER
Dept.	SEC STATE	Phone	(904) 359-2000
Fax #	(850) 922-4000	Fax #	(904) 359-8700

01/26/98 MON 12:49 FAX 904 359 8700
(904)922-3709

FOLEY & LARDNER
01/26/98 11:57 Florida Department p1 /1

002



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 26, 1998

R.N. CLUB OF MANATEE-SARASOTA, INC.
2209 47TH AVE. DR. E.
ELLENTON, FL 34222-2658

SUBJECT: R.N. CLUB OF MANATEE-SARASOTA, INC.
REF: N94000000509

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

The purpose contained in your articles of amendment should be more specific. Please correct your amendment to reflect the specific purpose for which the corporation was organized.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6906.

Darlene Connell
Corporate Specialist

FAX Aud. #: H98000001599
Letter Number: 998A00004181

Fax Audit No. H98000001599 3

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
R.N. CLUB OF MANATEE-SARASOTA, INC.**

Pursuant to Section 617.1002, Florida Not for Profit Corporation Act, the following provision of the Articles of Incorporation of R.N. Club of Manatee-Sarasota, Inc., a Florida corporation, filed in Tallahassee on January 24, 1994 and amended by Articles of Amendment filed in Tallahassee on February 28, 1997, be and it hereby is further amended in the following particulars:


Article IV be and it hereby is amended to read in its entirety as follows:

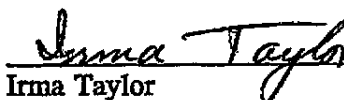
**"ARTICLE IV
PURPOSES**

This corporation is organized exclusively for charitable, religious, educational and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code."

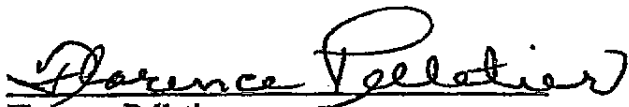
The foregoing amendment was adopted by at least three-quarters (3/4) of the directors of the corporation at a special meeting of the Board of Directors called for that purpose held on January 14, 1998 after ten days notice had been given. Members are not entitled to vote on the amendment.

IN WITNESS WHEREOF, the undersigned directors of this corporation have executed these Articles of Amendment this 15th day of January, 1998.


Patricia McMichael, President and Chairman


Irma Taylor


Betty Redman


Florence Pelletier