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December 23, 1999

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32314

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*****35.00 *****35.00

Re: Amendment to Articles of Incorporation
of The Episcopal Foundation, Inc.

Dear Sirs:

Enclosed are original and one copy of Amendment to
Articles of Incorporation of The Episcopal Foundation, Inc. Please
file the original and return a stamped copy to me. Our check for
\$35.00 is enclosed to cover the fees.

Thank you very much for your cooperation.

Sincerely yours,

Kathy Cold

KATHLEEN HOLBROOK COLD

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 DEC 27 AM 9:12

FILED

KHC/lh
Enclosures

Amend

T. LEWIS JAN 7 2000

ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
THE EPISCOPAL FOUNDATION, INC.

FILED
99 DEC 27 AM 9:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The Articles of Incorporation of THE EPISCOPAL FOUNDATION, INC. are hereby amended by adding the following paragraph (h) to Article III thereof:

"(h) Notwithstanding any contrary provision herein, any assets received as a contribution to the corporation from the Diocese which were formerly assets of The Episcopal Foundation of the Diocese of Florida, Inc., shall be held in a separate fund from all other assets of the corporation, and only the income from such assets shall be used for the purposes set forth in Article III, and not the corpus of such asset. The determination of the amount of income attributable to these assets shall be made in accordance with Section 738, Florida Statutes, as amended from time to time, which defines "income" and "principal" for trust accounting purposes. In the event that this paragraph is modified or amended in any form at any time by an amendment to these Articles of Incorporation, the assets held in such separate fund referenced in this paragraph shall be distributed to the Diocese to be held as a separate trust fund to be administered in accordance with the provisions of this paragraph."

This Amendment was adopted by the Directors and Members on December 21, 1999. The Amendment was approved by unanimous consent of all Directors and Members entitled to vote.

IN WITNESS WHEREOF, these Articles of Amendment have been
executed on behalf of the corporation this 21st day of
December — , 1999 .

+ Stephen H. Jecko
THE RT. REV, STEPHEN H. JECKO,
Chairman