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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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April 28, 2009

VIA FEDERAL EXPRESS

Department of State
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

**Re: Palm Beach Museum of Contemporary Art, Inc.
Document No. P99000056947**

Dear Madam/Sir:

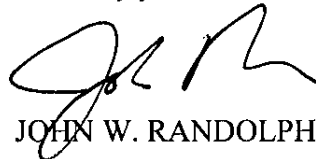
Enclosed please find the following:

1. An original and one copy of the Articles of Amendment to Articles of Organization of Palm Beach Museum of Contemporary Art, Inc.
2. Check made payable to the Florida Department of State in the amount of \$35.00 representing payment-in-full for the filing fee of the above document

Please file the original and return the copy to my office stamped "received" in the provided return envelope Federal Express envelope.

Thank you.

Sincerely yours,



JOHN W. RANDOLPH, JR.

JWRjr/msg
enclosures

**Articles of Amendment
to
Articles of Incorporation
of
Palm Beach Museum of Contemporary Art, Inc.**

Document Number of Corporation: P99000056947

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Pursuant to the provisions of Section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment to its Articles of Incorporation:

1. The name of the corporation is changed from Palm Beach Museum of Contemporary Art, Inc. to Palm Beach Institute of Contemporary Art, Inc. and, accordingly, Article First of the Articles of Incorporation is deleted and replaced with the following:

“First: The name of the corporation is:

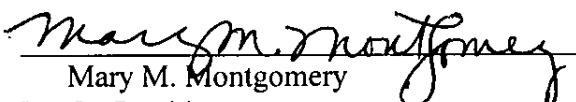
PALM BEACH INSTITUTE OF CONTEMPORARY ART, INC.”

2. This Amendment was adopted on April 3, 2009.

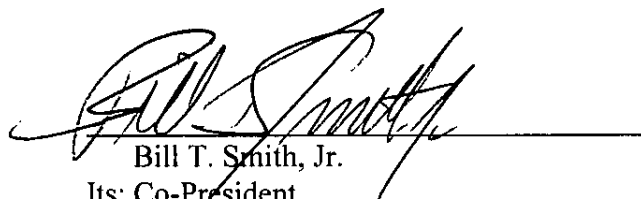
The effective date of the Amendment is April 3, 2009.

3. The Amendment was adopted by the sole shareholder of the corporation. The number of votes cast for the Amendment by the shareholders was sufficient for approval.

Dated: April 3, 2009


Mary M. Montgomery
Its: Co-President

Dated: April 3, 2009


Bill T. Smith, Jr.
Its: Co-President