

2002 JUN -8 PM 12:25

STEVE HALL
REGISTER OF DEEDS
KNOX COUNTY, TN

**ARTICLES OF AMENDMENT
OF THE CHARTER OF
THE FRIENDS OF THE GARDENS AT THE UNIVERSITY OF TENNESSEE, INC.**

Pursuant to the Tennessee Nonprofit Corporation Act, the undersigned corporation hereby executes these Articles of Amendment for the purpose of amending its articles of incorporation:

1. The name of the corporation is:

THE FRIENDS OF THE GARDENS AT THE UNIVERSITY OF TENNESSEE, INC.

2. The following amendments of the articles of incorporation were adopted by the corporation in the manner required by the Tennessee Nonprofit Corporation Act:

a. The name of the corporation is changed to:

THE FRIENDS OF THE UT GARDENS

b. The Charter is also amended to replace the phrase "the support of the trial gardens currently maintained by The University of Tennessee-Knoxville's Department of Ornamental Horticulture and Landscape and Design" located in Paragraph 9, with the phrase "the support of the UT Gardens currently maintained by The University of Tennessee-Knoxville's Department of Plant Sciences and Landscape Systems."

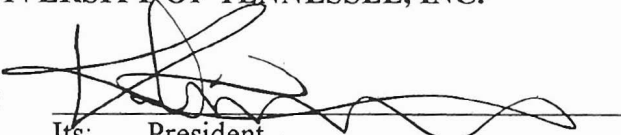
c. The Charter is further amended to replace the phrase "distribute all remaining assets to the Department of Ornamental Horticulture and Landscape Design" located in Paragraph 11, with the phrase "distribute all remaining assets to the Department of Plant Sciences and Landscape Systems."

3. The amendment was approved by a sufficient vote of the members of the corporation and no additional approval was required.

4. These Articles of Amendment will be effective upon filing with the Tennessee Secretary of State.

IN WITNESS WHEREOF, these Articles of Amendment are signed by the President of the corporation this the 13 day of JUNE 2002.

**THE FRIENDS OF THE GARDENS AT THE
UNIVERSITY OF TENNESSEE, INC.**

By: 
Its: President