

STATE OF LOUISIANA : AMENDED ARTICLES OF INCORPORATION
PARISH OF JACKSON : OF TRANSPORT CEMETERY ASSOCIATION

BE IT KNOWN, that on this the 28th day of May, 1994, before me, the undersigned authority, personally came and appeared the undersigned officers of Transport Cemetery Association, who, after being duly sworn, did depose and state that they do hereby amend the Articles of Incorporation of the Transport Cemetery Association in accordance with amendments approved by two-thirds (2/3) of the voting members present at the annual meeting held on May 28, 1994, with a quorum being present as required by Louisiana Revised Statute 12:237, as follows:

1.

Article III is amended to read as follows:

"This corporation shall have all powers granted by law to similar corporations to conduct any and all of the business purposes and objects hereinabove described and to sue and be sued."

Said amendment being approved by a vote of 6 to 0.

2.

Article IV is amended to read as follows:

"This corporation shall exist and continue and shall have and enjoy existence and succession on a perpetual basis."

Said amendment being approved by a vote of 6 to 0.

3.

Article VII Subpart (C) is amended to read as follows:

"Membership in this corporation shall be unlimited in number of members."

Said amendment being approved by a vote of 6 to 0.

4.

Article IX(C) is hereby repealed in its entirety.

Said amendment being approved by a vote of 6 to 0.

5.

Article X is hereby repealed in its entirety as such matters will be covered in the by-laws.

Said amendment being approved by a vote of 6 to 0.

6.

Article XI(C) is hereby repealed in its entirety as such matters will be covered in the by-laws.

Said amendment being approved by a vote of 6 to 0.

7.

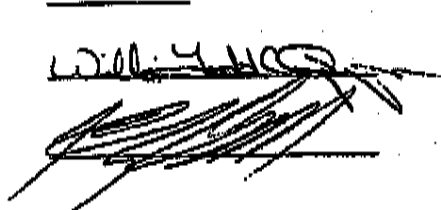

Article XIV is hereby enacted to read as follows:

"Article XIV. Dissolution

Upon dissolution of the corporation, all assets of the corporation shall be placed in an irrevocable perpetual trust, as provided by Louisiana Revised Statute 9:2291 - 2295, for the permanent care and maintenance of the Transport Cemetery as approved by the Board of Directors serving at that time."

Said amendment being approved by a vote of 7 to 0.

WITNESSES:

	<u>William E Sanders</u> WILL ED SANDERS, PRESIDENT
	<u>Cleo W. McConathy</u> CLEO W. MCCONATHY, SECRETARY-TREASURER

Teresa C. Carroll
NOTARY PUBLIC

TERESA C. CARROLL, NOTARY PUBLIC
JACKSON PARISH, LOUISIANA
BY COMMISSION IS FOR LIFE