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01 MAR -2 PM 4:00  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032  
REFERENCE : 063937 4326591  
AUTHORIZATION : *Patricia Kuyper*  
COST LIMIT : \$ 35.00

ORDER DATE : March 2, 2001  
ORDER TIME : 11:52 AM  
ORDER NO. : 063937-005  
CUSTOMER NO: 4326591

*Amend*

CUSTOMER: Sandy Bordwell, Legal Asst  
Fowler White Gillen Boggs  
Suite 1700  
501 East Kennedy Boulevard  
Tampa, FL 33602

500003796205--2

DOMESTIC AMENDMENT FILING

NAME: BARR, MURMAN & TONELLI, P.A.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT  
       RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds -- EXT# 1133

EXAMINER'S INITIALS:

*JOR*  
*3/2/01*

RECEIVED  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
2001 MAR -2 PM 12:59  
NOT INTENDED  
TO ACKNOWLEDGE  
SUFFICIENCY OF FILING

**AMENDMENT TO ARTICLES OF INCORPORATION  
OF  
BARR, MURMAN & TONELLI, P.A.**

FILED  
01 MAR -2 PM 4: 00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

WHEREAS, the Articles of Incorporation of **BARR, MURMAN & TONELLI, P.A.** were filed with and approved by the Secretary of State of the State of Florida on the 4<sup>th</sup> day of May, 1977, effective as of May 1, 1977; and

WHEREAS, Amendments to the Articles of Incorporation of **BARR, MURMAN & TONELLI, P.A.** were filed with and approved by the Secretary of State of the State of Florida on June 29, 1982, March 17, 1986, and August 27, 1990; and

WHEREAS, it is the intention of the directors and the stockholders of **BARR, MURMAN & TONELLI, P.A.** that the Articles of Incorporation of **BARR, MURMAN & TONELLI, P.A.** be amended, in accordance with the proposed amendment hereinafter set forth; and

WHEREAS, the proposed amendment to the Articles of Incorporation of **BARR, MURMAN & TONELLI, P.A.** hereinafter set forth was approved and adopted by all of the directors and by all of the stockholders, comprising the only voting group of stockholders, of **BARR, MURMAN & TONELLI, P.A.**, pursuant to the provisions of Florida Statutes, Section 607.1003(5), on the 27 day of Feb, 2000; and

WHEREAS, the approval of the Secretary of State of the State of Florida of the proposed amendment hereinafter set forth is hereby requested.

NOW, THEREFORE, the Articles of Incorporation of **BARR, MURMAN & TONELLI, P.A.** are hereby amended by deleting in its entirety the present Article IV, and by substituting therefor the following, to-wit:

**"ARTICLE IV**

**Capital Stock**

(a) The total number of shares of capital stock authorized to be issued by the corporation (the "Shares") shall consist of one class only and shall be comprised of 200,000 shares of common capital stock having a par value of \$.01 per share of which (i) 2,000 shares shall be designated voting shares (the "Voting Shares"), entitling the holders thereof to one

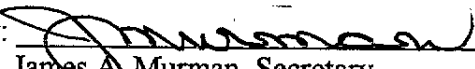
(1) vote with respect to all matters to be properly voted on by the stockholders of the corporation, and (ii) 198,000 shares shall be designated non-voting shares (the "Non-Voting Shares"), entitling the holders thereof to no voting rights. Each Voting Share and each Non-Voting Share shall participate equally in all dividends paid by the corporation and in the assets of the corporation upon its liquidation or dissolution. All or any part of the Shares may be paid for in cash, in property, or in labor or services actually performed for the corporation and valued at a fair valuation to be fixed by the Board of Directors at a meeting called for such purpose. All stock when issued shall be paid for and shall be nonassessable.

(b) In the election of directors of this corporation, there shall be no cumulative voting of the stock entitled to vote at such election."

**IN WITNESS WHEREOF**, this Amendment to Articles of Incorporation is hereby executed on behalf of **BARR, MURMAN & TONELLI**, by its President and Secretary this 27 day of Feb, 2009/1

**BARR, MURMAN & TONELLI, P.A.**

By:   
Michael A. Tonelli, President

By:   
James A. Murman, Secretary

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 27 day of February, 2000, by Michael A. Tonelli, and James A. Murman, President and Secretary, respectively, of BARR, MURMAN & TONELLI, a Florida professional service corporation, who is personally known to me or who has produced \_\_\_\_\_ as identification and who did not take an oath.

Linda H. Small

Print name: Linda H. Small  
Notary Public

My Commission Expires:

Serial Number



Linda H. Small  
MY COMMISSION # CC955116 EXPIRES  
November 3, 2004  
BONDED THRU TROY FAIR INSURANCE, INC.