

To: Attn: Thelma
Subject: 001641.105950

Division of Corporations

From: John Weidenbach

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To: Division of Corporations
Fax Number : (850) 617-6380

From: Account Name : CORPDIRECT AGENTS, INC.
Account Number : 110450000714
Phone : (850) 222-1173
Fax Number : (850) 224-1640

** Attn: Thelma **
This was submitted on 6/16/09.
Please give original submission date as file date.

001641.105950

COR AMND/RESTATE/CORRECT OR O/D RESIGN

KERKERING, BARBERIO & CO., P.A.

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AMENDED AND RESTATED ARTICLES OF INCORPORATION OF
KERKERING, BARBERIO & CO., P.A.

The undersigned adopts these Amended and Restated Articles of Incorporation pursuant to Chapters 621 and 607, Florida Statutes. These Amended and Restated Articles of Incorporation amend and restate in their entirety the Articles of Incorporation filed on June 1, 1977. As a result, the corporation will no longer be a professional service corporation under Chapter 621, Florida Statutes, but will be a corporation under Chapter 607, Florida Statutes.

Article I - Name

The name of the corporation is Kerkering, Barberio & Co.

Article II - Principal Office

The street address and the mailing address of the principal office is 1990 Main Street, Suite 801, Sarasota, FL 34236.

Article III - Purpose

The purpose of the corporation is to engage in the practice of public accounting and any other lawful purpose or purposes.

Article IV - Capital Stock

This corporation is authorized to issue 100,000 shares of common stock without par value.

Article V - Registered Office and Agent

The street address of the registered office of this corporation is 46 North Washington Boulevard, Suite 1, Sarasota, Florida, 34236, and the name of the registered agent of this corporation at that address is LPS Corporate Services, Inc., a Florida corporation.

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These Amended and Restated Articles of Incorporation were proposed by the Board of Directors and approved by the shareholders. The number of votes cast by the shareholders was sufficient for approval.

Dated: April 28, 2009


Robert J. Lane, President

Having been named as registered agent to accept service of process for this corporation at the place designated above, the undersigned states that it is familiar with and accepts obligations of the position, accepts the appointment as registered agent, and agrees to act in this capacity.

LPS CORPORATE SERVICES, INC.,
a Florida corporation

Dated: April 26, 2009

By: 
John Patterson
Its President

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