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Amend

G. Coulllette FEB 07 2006



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032
REFERENCE : 853335 4331939
AUTHORIZATION : *Spuddean*
COST LIMIT : \$ 43.75

ORDER DATE : February 6, 2006
ORDER TIME : 1:0 PM
ORDER NO. : 853335-010
CUSTOMER NO: 4331939

DOMESTIC AMENDMENT FILING

NAME: LAWRENCE D. SHARE COMPANY,
INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: DEBBIE SKIPPER

EXAMINER'S INITIALS: _____

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
LAWRENCE D. SHARE COMPANY, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Florida Statutes §607.1003, the Articles of Incorporation of **LAWRENCE D. SHARE COMPANY, INC.** (the "Corporation") are hereby amended as provided herein.

1. The name of this Corporation is **LAWRENCE D. SHARE COMPANY, INC.**
2. Article III of the Corporation's Articles of Incorporation is hereby deleted in its entirety and replaced by the following:

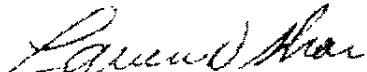
"ARTICLE III

The aggregate number of shares which the corporation shall have the authority to issue is One Thousand (1,000) shares of Voting Common Stock, One Dollar (\$1.00) par value (the "Voting Common Stock"), and Nine Thousand (9,000) shares of Non-Voting Common Stock, One Dollar (\$1.00) par value (the "Non-Voting Common Stock").

The holders of Voting Common Stock and Non-Voting Common Stock shall have identical rights with respect to (a) distributions from the Corporation; (b) the liquidation of the Corporation; and (c) all other matters affecting the Corporation, except that the holders of Non-Voting Common stock shall not be entitled to vote on matters affecting the Corporation."

3. Except as hereby amended, the Articles of Incorporation of the Corporation shall remain the same.
4. The amendment herein provided for was duly recommended by the Board of Directors of the Corporation to the shareholders.
5. The amendment herein provided for was unanimously approved and adopted by the shareholders of the Corporation on JANUARY 30, 2006.
6. The reclassification and exchange of shares contemplated by these Articles of Amendment will be implemented pursuant to that certain Plan of Recapitalization approved by the Board of Directors and the shareholders of the Corporation.
7. These Articles of Amendment shall be effective as of the date these Articles of Amendment are filed with the Department of State of the State of Florida.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment to the Articles of Incorporation of LAWRENCE D. SHARE COMPANY, INC., this 30th day of JANUARY, 2006.

By: 
LAWRENCE D. SHARE, President