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From: GAIL S ANDRE  
Account Name : LOWNDES, DROSDICK, DOSTER, KANTOR &  
Account Number : 072720000036  
Phone : (407) 843-4600  
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**COR AMND/RESTATE/CORRECT OR O/D RESIGN  
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**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
LOWNDES, DROSDICK, DOSTER, KANTOR & REED  
PROFESSIONAL ASSOCIATION**

Pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act, Lowndes, Drosdick, Doster, Kantor & Reed Professional Association, a corporation organized and existing under and by virtue of the Florida Business Corporation Act (the "Corporation"), does hereby amend and restate the Corporation's articles of incorporation in their entirety by filing the following Amended and Restated Articles of Incorporation:

**ARTICLE I  
NAME**

The name of the Corporation shall be Lowndes, Drosdick, Doster, Kantor & Reed, P.A.

**ARTICLE II  
PRINCIPAL OFFICE AND MAILING ADDRESS**

The street address of the principal office of the Corporation and the mailing address of the Corporation is 215 N. Eola Drive, Orlando, Florida 32801.

**ARTICLE III  
PURPOSE**

The general nature and purposes of business to be transacted, promoted and carried on by the Corporation are as follows:

(a) To engage in every phase and aspect of the business of rendering the same professional services to the public that an attorney-at-law duly licensed under the laws of the State of Florida is authorized to render, but such professional services shall be rendered only through officers, employees, and agents who are duly licensed under the laws of the State of Florida to practice law therein;

(b) To invest the funds of the Corporation in real estate, mortgages, stocks, bonds, or any other type of investment, and to own real and personal property necessary for the rendering of professional legal services;

(c) To do everything necessary and proper for the accomplishment of any of the purposes or the attaining of any of the objects or the furtherance of any of the purposes enumerated in these Articles of Incorporation or any amendment thereof, necessary or incidental to the protection and benefit of the Corporation, and in general, either alone or in association with other corporations, firms, or individuals, to carry on any lawful pursuit necessary or incidental to the accomplishment of the purposes or the attainment of the objects or the furtherance of such purposes or objects of the Corporation.

The foregoing paragraphs shall be construed as enumerating both objects and purposes of the Corporation; and it is hereby expressly provided that the foregoing enumeration of specific purposes shall not be held to limit or restrict in any manner the purposes of the Corporation otherwise permitted by law.

**ARTICLE IV**  
**AUTHORIZED SHARES**

The Corporation is authorized to issue one hundred thousand (100,000) shares of common stock, with a par value of ten cents (\$.10) per share.

**ARTICLE V**  
**REGISTERED OFFICE AND AGENT**

The street address of the Corporation's registered office in the State of Florida is 215 N. Eola Drive, Orlando, Florida 32801, and the name of its registered agent at such office is William T. Dymond, Jr.

**ARTICLE VI**  
**LIMITATIONS ON ISSUANCE AND TRANSFER OF SHARES**

The Corporation may not issue any of its capital stock to anyone other than an individual who is duly licensed to render services as an attorney-at-law under the laws of the State of Florida. No shareholder of the Corporation shall enter into a voting trust agreement or any other type of agreement vesting another person with the authority to exercise the voting power of any or all of that person's shares of common stock of the Corporation. No shareholder of the Corporation may sell or transfer his or her shares of common stock in the Corporation except to the Corporation or to an individual eligible to be a shareholder of the Corporation.

**ARTICLE VII**  
**ACTION BY WRITTEN CONSENT**

Any action required by law, the Corporation's bylaws or these Articles of Incorporation to be taken at any annual or special meeting of shareholders of the Corporation, or any action which may be taken at any annual or special meeting of such shareholders, may be taken without a meeting, without prior notice and without a vote, if a consent in writing, setting forth the action so taken, is signed by holders of not less than eighty percent (80%) of the issued and outstanding shares of common stock of the Corporation. Within ten (10) days after obtaining such authorization by written consent, notice shall be given to those shareholders who have not consented in writing or who are not entitled to vote on the action.

**ARTICLE VIII**  
**BYLAWS**

Bylaws for the management of the Corporation may be adopted, amended or repealed only by the affirmative vote of holders of at least eighty percent (80%) of the issued and outstanding

shares of common stock of the Corporation at any annual or special meeting of the shareholders called for such purpose or by a written consent in lieu thereof in accordance with Article VII above.


**ARTICLE IX**  
**AMENDMENT**

Any amendment to these Articles of Incorporation must be approved by the affirmative vote of holders of at least eighty percent (80%) of the issued and outstanding shares of common stock of the Corporation at any annual or special meeting of the shareholders called for such purpose or by a written consent in lieu thereof in accordance with Article VII above.

**IN WITNESS WHEREOF**, these Amended and Restated Articles of Incorporation have been executed on behalf of the Corporation by its President this 26<sup>th</sup> day of June, 2013.

**Lowndes, Drosdick, Doster, Kantor & Reed,  
P.A.**

By:



William T. Dymond, Jr., President

**CERTIFICATE  
OF THE PRESIDENT  
OF**

**LOWNDES, DROSDICK, DOSTER, KANTOR & REED, P.A.**

Pursuant to the provisions of Section 607.1007(4) of the Florida Business Corporation Act, the undersigned, in his capacity as President of Lowndes, Drosdick, Doster, Kantor & Reed, P.A., a Florida professional corporation (the "Corporation"), hereby certifies as follows:

(a) The foregoing Amended and Restated Articles of Incorporation of the Corporation to which this certificate is attached were approved by the Board of Directors of the Corporation at a meeting of such board held on June 24, 2013, and the directors recommended to the shareholders that they approve such Amended and Restated Articles of Incorporation.

(b) The shareholders approved the foregoing Amended and Restated Articles of Incorporation of the Corporation to which this certificate is attached at a meeting of such shareholders held on June 24, 2013, and the number of votes cast for the foregoing Amended and Restated Articles of Incorporation was sufficient for approval.



\_\_\_\_\_  
William T. Dymond, Jr., President