STATE OF FLORIDA
Department of State

THE CORPORATION TRUST COMPANY
277 Park Avenue
New York, New York 10017

Attention: Frederick Farran

Dear Sir:

Subject: C T CORPORATION SYSTEM

This will acknowledge receipt of the following documents for the above captioned corporation:

X 1. Check in the amount of $15.

X 3. Amendment to Articles of Incorporation filed December 21, 1971

Enclosed please find:

X 3. Resident Agent Form (to be completed and returned for filing).

X 5. Certificate of Withdrawal received and filed

X 6. Limited Partnership

X 6. A refund of $ will be forwarded later

X 7. Enclosures or details of filing:

Filed: December 21, 1971.

Sincerely,

RICHARD (DICK) STONE
Secretary of State

By
Murray McLaughlin, Chief
Bureau of Corporation Records

corp-2
c. 71 Enclosures
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CX 1-2006-1771
C T JOB NO. B 1790
RE: C T CORPORATION SYSTEM

Secretary of State
Corporation Department
Tallahassee, Florida 32304

Dear Sir:

Pursuant to the instructions of Counsel:

Ralph Crews, Atty.
277 Park Avenue
New York, New York 10017

we enclose for filing on behalf of the above corporation, which is authorized to do business in your state:

Evidence of amendment filed in Delaware increasing authorized capital stock from 100 shares of the par value of $100.00 to 1,200,000 shares of the par value of $1.00. Supplemental Affidavit is also enclosed.

Please forward the usual evidence of filing to this office.

Check in payment of the required fees is enclosed.

Very truly yours,

THE CORPORATION TRUST COMPANY

By

Frederick Farran
Assistant Secretary

SPECIAL INSTRUCTIONS:

FF:vm
Enclosures
FORM FOR INCREASING ALLOCATION OF AUTHORIZED CAPITAL STOCK TO THE STATE OF FLORIDA

This form must be completed by any corporation increasing its allocation of authorized capital stock to Florida either by amendment to its articles of incorporation or by increasing its activities in Florida in greater proportion than its overall activities.

The schedule for the charter tax is found in Section 608.05, Florida Statutes. This form must be accompanied by a five dollar ($5) filing fee.

C T CORPORATION SYSTEM, a corporation organized under the laws of DELAWARE, with its principal office located at Wilmington, Del., and its principal office in Florida at Jacksonville, makes the following statement:

1. The corporation was issued a permit in Florida on September 9, 1936.

2. The nature of the corporation's business is general agency business.

3. This report is based upon the accounting period ending December 31, 1970.

4. Book value (excluding goodwill) of Florida assets: $100,000.

5. Amount of business transacted in Florida last year: $51,786.48.

6. SUM of ITEMS 4 and 5: $51,886.48.

7. Book value (excluding goodwill) of all assets: $1,221,969.29.

8. Total business transacted last year: $10,774,274.36.

9. SUM of ITEMS 7 and 8: $15,996,234.65.

10. (a) Number of shares of authorized capital stock: one million two hundred thousand (1,200,000).

   (b) Kind of capital stock, par value: $1.00.

11. Total par value of par value shares: $1,200,000.00.

12. Tax computation on par value shares:

   (a) (Item 6) 886,48 x (Item 11) 1,200,000 = 1,221,969.29

   (b) Multiply Florida allocation by tax schedule found in Section 608.05, Florida Statutes: $16,50.

13. Tax computation on no par shares: not applicable.

   (a) (Item 6) X (Item 10a)

   (b) Multiply Florida allocation by tax schedule found in Section 608.05, Florida Statutes: None.

14. Previous allocation to Florida: $2,222.85.

15. Total charter tax previously paid to Florida by corporation: $30.00.

16. Item 12 or 13 minus item 15 will give tax payable in dollars: $0.

STATE OF NEW YORK, SS
COUNTY OF NEW YORK

(Signed) C T CORPORATION SYSTEM

By: Oakeleigh B. Thorne, President

Personally appeared before me an officer authorized to take acknowledgment of C T CORPORATION SYSTEM, who states that he is President of C T CORPORATION SYSTEM, and that the information above is correct to the best of his knowledge.

Sworn to and subscribed before me the 16 day of December, A. D. 1971.

Notary Public

FREDERICK FABRAN
9-5-63

NOTARY PUBLIC, State of New York

State of New York

County of Suffolk

Located in Suffolk County

Certifying hand in New York County

Term Expires March 30, 1972
J. Walton H. Simpson, Secretary of State of the State of Delaware, do hereby certify that the above and foregoing is a true and correct copy of Certificate of Amendment of the "C T CORPORATION SYSTEM", as received and filed in this office the sixteenth day of December, A.D. 1971, at 10 o'clock A.M.

In Testimony Whereof, I have hereunto set my hand and official seal at Dover this sixteenth day of December, in the year of our Lord one thousand nine hundred and seventy-one.

Walter H. Simpson
Secretary of State

J. W. Cudahy
Acting Secretary of State
CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION

C T CORPORATION SYSTEM, a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, DOES HEREBY CERTIFY.

FIRST: That the Board of Directors of said corporation, at a meeting duly held, adopted resolutions proposing and declaring advisable the following amendment to the Certificate of Incorporation of said corporation:

RESOLVED, that the Certificate of Incorporation of C T CORPORATION SYSTEM be amended by changing the Article thereof numbered "FOURTH" so that, as amended, said Article shall be and read as follows:

"FOURTH: The total number of shares of stock which the corporation shall have authority to issue is one million two hundred thousand (1,200,000) and the par value of each of such shares is One Dollar ($1.00) amounting in the aggregate to One Million Two Hundred Thousand Dollars ($1,200,000.00)."

FURTHER RESOLVED, that upon said amendment becoming effective, each of the one hundred (100) shares of stock of this corporation of the par value of One Hundred Dollars ($100.00) now issued and outstanding shall be changed and reclassified into one hundred (100) shares of stock of the par value of One Dollar ($1.00) each.

SECOND: That in lieu of a meeting and vote of stockholders, the stockholders have given unanimous written consent to said amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

THIRD: That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Sections 242 and 228 of the General Corporation Law of the State of Delaware.

FOURTH: That the capital of said corporation will not be reduced under or by reason of said amendment.

IN WITNESS WHEREOF, said C T CORPORATION SYSTEM has caused this certificate to be signed by Oakleigh B. Thorne, its President, and attested by Ralph Crews, its Secretary, this 14th day of October, 1971.

C T CORPORATION SYSTEM

By Oakleigh B. Thorne
President

ATTEST:

By Ralph Crews
Secretary