

# G73095



**THE UNITED STATES CORPORATION**  
COMPANY

ACCOUNT NO. : 072100000032  
REFERENCE : 845381 41001A  
AUTHORIZATION : *Patricia Pyjunt*  
COST LIMIT : \$ 35.00

ORDER DATE : June 5, 1998  
ORDER TIME : 10:47 AM  
ORDER NO. : 845381-005  
CUSTOMER NO: 41001A

CUSTOMER: Mr. Larry Paine  
St. Joe Industries, Inc.  
Suite 400, Dupont Center  
1650 Prudential Drive  
Jacksonville, FL 32207

**FILED**  
98 JUN -5 PM 1:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

500002548855-7

DOMESTIC AMENDMENT FILING

NAME: FLORIDA EAST COAST INDUSTRIES, INC.

EFFECTIVE DATE:

**RECEIVED**  
98 JUN -5 AM 11:20  
DIVISION OF CORPORATION

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: Andrew Cumper

EXAMINER'S INITIALS:

*6/5*  
*Jon Amend*

*Filed w/o  
effective date  
Per S.P.*

ARTICLES OF AMENDMENT  
OF  
FLORIDA EAST COAST INDUSTRIES, INC.

FILED  
98 JUN -5 PM 1:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to Section 607.1006, Florida Statutes, the Articles of Incorporation of the above-named corporation are hereby amended as follows:

1. Article IV is hereby amended to read as follows:

Article IV Capital Stock. This corporation is authorized to issue 50 million shares having no par value per share, all of which shall be common voting stock of the same class. All shares of common stock issued shall be fully paid and non-assessable. The corporation shall have the right to issue fractional shares.

2. In accordance with the above amendment 9,271,361 million shares of common stock, no par value will be divided into 37,085,444 million shares of common stock, no par value.

3. The foregoing amendment was adopted by the corporation's shareholders on May 20, 1998. The number of votes cast for the amendment was sufficient for approval.

4. The division of shares under the foregoing amendment shall take effect on June 15, 1998.

3<sup>rd</sup> IN WITNESS WHEREOF, these Articles of Amendment have been executed this day of June, 1998.

Florida East Coast Industries, Inc.

By: 

T. N. Smith

Vice President & Secretary

STATE OF FLORIDA

COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 3rd day of June, 1998  
T. N. Smith as Vice President & Secretary of Florida East Coast Industries, Inc., a Florida  
corporation, on behalf of the Corporation.



Sara L. Guess  
MY COMMISSION # CC503698 EXPIRES  
October 19, 1999  
BONDED THRU TROY FAIN INSURANCE, INC.

Sara L. Guess  
Notary Public, State of Florida

Sara L. Guess  
Print Name