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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

THOMAS J. HERZFELD ADVISORS, INC.

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1. The Fourth Article of the Articles of Incorporation of THOMAS J. HERZFELD ADVISORS, INC. is hereby amended as follows:

FOURTH: The capital stock of the Corporation shall be comprised of two classes, namely Voting and Non-Voting Common Stock. The rights, privileges, preferences, and other characteristics of each class shall be identical, except that the Non-Voting Common Stock shall be non-voting. The maximum number of shares of stock that the Corporation is authorized to have issued and outstanding at any time is One Thousand (1,000) shares of voting common stock without a par value, and Ninety-nine Thousand (99,000) shares of non-voting common stock without a par value."

2. Upon the filing of this amendment and the acceptance thereof by the Secretary of State of the State of Florida, all presently issued and outstanding shares of Voting Common Stock of the Corporation shall remain issued and outstanding, subject to the foregoing amendment.

3. The foregoing amendment was adopted by the unanimous approval of the voting Shareholders and Board of Directors of this Corporation on NOV 30, 2012. Only one voting group was entitled to vote and the number of votes cast for this amendment was sufficient for approval by that voting group.

Prepared by:
Robert A. Chaves, Esq.
Florida Bar No. 283525
Teschler Chaves Rubin & Forman, P.A.
2101 Corporate Blvd., Ste. 107
Boca Raton, Florida 33431
Tel (561) 998-7847

[Handwritten Signature]

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IN WITNESS WHEREOF, the undersigned President and Secretary of this Corporation have
executed these Articles of Amendment this 30 day of NOV., 2012.



Thomas J. Herzfeld, President
and Secretary