

H34 142

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BASIC AMENDMENT

LAW OFFICES OF GREEN & ACKERMAN, P.A.

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FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

March 26, 2002

LAW OFFICES OF GREEN & ACKERMAN, P.A.  
315 SOUTHEAST 7TH STREET  
2ND FLOOR, THE ADVOCATE BLDG  
FT. LAUDERDALE, FL 33301

SUBJECT: LAW OFFICES OF GREEN & ACKERMAN, P.A.  
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Corporate Specialist

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Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

H02000064594 3

**AMENDED AND RESTATED ARTICLES OF INCORPORATION  
OF  
LAW OFFICES OF GREEN & ACKERMAN, P.A., a Florida corporation**

LAW OFFICES OF GREEN & ACKERMAN, P.A. (the "Corporation"), a corporation organized and existing under and by virtue of the Florida Business Corporation Act (the "Act"), does hereby certify that:

1. The original Articles of Incorporation of the Corporation were filed with the Secretary of State of the State of Florida on December 14, 1984.
2. These Amended and Restated Articles of Incorporation were duly approved by the shareholders on March 21, 2002, and the number of votes cast was sufficient for approval.
3. The Articles of Incorporation of the Corporation are hereby amended and restated in their entirety as follows:

**Article I**  
**Name**

The name of the Corporation shall be Green, Ackerman & Frost, P.A.

**Article II**  
**Duration**

The Corporation shall have perpetual existence.

**Article III**  
**Purpose**

The Corporation is organized for the purpose of the practice of law.

**Article IV**  
**Address**

The principal office for the Corporation shall be:

315 Southeast 7<sup>th</sup> Street  
2<sup>nd</sup> Floor, The Advocate Building  
Ft. Lauderdale, Florida 33301

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H02000064594 3

H02000064594 3

Article V  
Capital Stock

1. The number of shares which the Corporation shall have authority to issue is One Hundred (100) shares of common stock, \$1.00 par value.

Article VI  
Registered Office and Agent

The street address of the registered office of the Corporation shall be 315 Southeast 7<sup>th</sup> Street, 2<sup>nd</sup> Floor, The Advocate Building, Ft. Lauderdale, Florida 33301, and the name of the registered agent of the Corporation at that address is Jay B. Green. Pursuant to Florida Statute 607.0501(3), a written acceptance is attached.

Article VII  
Board of Directors

The Corporation shall have one (1) director:

Jay B. Green  
315 Southeast 7<sup>th</sup> Street  
2<sup>nd</sup> Floor, The Advocate Building  
Ft. Lauderdale, Florida 33301

Article VIII  
Bylaws

The power to adopt, alter, amend or repeal bylaws will be vested in the Corporation's Board of Directors.

Article IX  
Indemnification

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by the provisions of the law.

Article X  
Amendment

The Corporation reserves the right to amend, alter, change or repeal any provision

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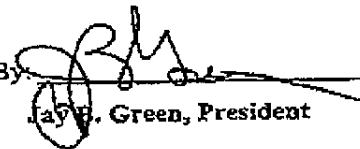
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contained in these Articles of Incorporation, in the manner now or hereafter prescribed by the Act, and all rights conferred upon stockholders by the terms of these Articles of Incorporation are granted subject to this reservation of powers.

Except as otherwise set forth in the Bylaws, a majority of voting interest of the voting stockholders of the Corporation may amend the Articles of Incorporation.

IN WITNESS WHEREOF, these Amended and Restated Articles of Incorporation of are signed by Jay B. Green, its President this 25th day of March 2002.

LAW OFFICES OF GREEN & ACKERMAN, P.A.

By   
Jay B. Green, President

H02000064594 3