

Division of Corporations

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**H66307**

**Florida Department of State  
Division of Corporations  
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**To:**

Division of Corporations  
Fax Number : (850)205-0380

**From:**

Account Name : BILZIN, SUMBERG BAENA PRICE & AXELROD LLC  
Account Number : 075350000132  
Phone : (305)374-7580  
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**GROSSMAN AND ROTH, P.A.**

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DIVISION OF CORPORATIONS

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**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
GROSSMAN AND ROTH, P.A.**

1. The name of the corporation is GROSSMAN AND ROTH, P.A. (the "Corporation").
2. The date of filing of the Articles of Incorporation of the Corporation with the Secretary of State of the State of Florida was July 15, 1985, under Document Number H66307.
3. These Articles of Amendment to Articles of Corporation have been duly authorized and directed by Written Consent of the Shareholders Entitled to Vote of the Corporation dated March 21, 2006 and the number of votes cast for the amendment was sufficient for approval.
4. The Articles of Incorporation of the Corporation are hereby amended by the restatement of Article I as follows:

**"ARTICLE I      CORPORATE NAME.**

The name of this Corporation is:

**GROSSMAN, ROTH, OLIN, MEADOW, COHEN, YAFFA, PENNEKAMP  
COHEN, P.A."**

5. The Articles of Incorporation of the Corporation are also amended by the restatement of Article III as follows:

**"ARTICLE III      CAPITAL STOCK.**

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is Two Thousand (2,000) shares of Series A common capital stock having a par value of One Dollar (\$1.00) per share and carry full voting rights. Each share shall confer upon its holder identical rights to receive distributions and to receive liquidation proceeds.

Shares may be issued only for a consideration having value, in the judgment of the Board of Directors of this Corporation, at least equivalent to the full par value of the stock to be issued. All shares issued shall be fully paid and non-assessable."

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6. All other provisions of the Articles of Incorporation of the Corporation shall remain in full force and effect without any modification thereof.

Dated: March 21, 2006

By: Neal A. Roth  
Neal A. Roth, President