198000001187



ACCOUNT NO. : 072100000032

REFERENCE: 084938

7173132

AUTHORIZATION :

COST LIMIT : \$ 5000 REPAIN

ORDER DATE: December 31, 1998

ORDER TIME :

10:44 AM

ORDER NO. : 084938-005

-12/31/98--01048--007 *****52.50 *****52.50

CUSTOMER NO:

7173132

CUSTOMER: Dennis Blackburn, Esq

Blackburn & Company, L.c.

Suite 200

6620 Southpoint Drive, South

Jacksonville, FL 32216

DOMESTIC AMENDMENT FILING

198-1187

D.L. BLACKBURN & COMPANY, L.C.

EFFICTIVE DATE:

XX ARTICLES OF AMENDMENT

RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

Name

Availability

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Jeanine Reynolds

EXAMINER'S INITIALS:

CERTIFICATE OF AMENDED AND RESTATED ARTICLES OF ORGANIZATION OF

D.L. BLACKBURN & COMPANY, L.C.

- 1. The name of the limited liability company is D.L. BLACKBURN & COMPANY, L.C.
- 2. The date of filing of the articles of organization for the limited liability company was July 23, 1998.
- 3. The Articles of Organization of the limited liability company are amended and restated in their entirety as follows:

ARTICLE I - NAME

The name of the Company is BLACKBURN & COMPANY, L.C.

ARTICLE II - DURATION

The period of duration of the Company shall be until December 31, 2026, unless terminated earlier pursuant to the Company's Regulations.

ARTICLE III - PRINCIPAL OFFICE

The principal place of business and mailing address of the Company is Suite 200, Southpoint Building, 6620 Southpoint Drive, South, Jacksonville, Florida 32216.

ARTICLE IV - INITIAL REGISTERED AGENT AND ADDRESS

The name and street address of the initial registered agent are Dennis L. Blackburn, Suite 200, Southpoint Building, 6620 Southpoint Drive, South, Jacksonville, Florida 32216.

ARTICLE V - INITIAL MEMBER

The initial member of the Company shall be Dennis L. Blackburn.

ARTICLE VI - ADDITIONAL MEMBERS

The members shall be entitled to admit additional members upon the consent of the Company's Managing Member. Following the consent of the Managing Member, any prospective member shall become a member upon payment of his, her or its contribution to the capital of the Company and upon such prospective member's agreement to comply with the Articles of Organization and Regulations of the Company.

ARTICLE VII - DISSOLUTION OF COMPANY

The death, retirement, resignation, expulsion, bankruptcy or dissolution of a member shall terminate the membership of that member in the Company. Upon the occurrence of any such event or any other that terminates the continued membership of a member in the Company, the Company shall be dissolved unless all of the remaining members consent to continue the existence of the Company.

ARTICLE VIII - MANAGING MEMBER

The management of the Company shall be vested in a Managing Member as set forth in the Company's Regulations. The name and address of the initial Managing Member, who shall serve as the Managing Member of the Company until his successor is elected and qualified, is Dennis L. Blackburn, Suite 200, Southpoint Building, 6620 Southpoint Drive, South, Jacksonville, Florida 32216.

<u>ARTICLE IX - RETURN OF CAPITAL</u>

No member shall have the right to the return of its contribution to capital except as provided in the Company's Regulations.

ARTICLE X - AMENDMENT OF ARTICLES OF ORGANIZATION

These Articles of Organization may be amended by majority vote of the voting Members of the Company as provided in Chapter 608, Florida Statutes.

ARTICLE XI - REGULATIONS

Regulations of this Company shall be approved and adopted by majority vote of the voting members of the Company and may be amended by a majority vote of the voting members of the Company.

IN WITNESS WHEREOF, the undersigned has executed the foregoing Certificate of Amendment and Restatement of Articles of Organization as of this 30th day of December, 1998.

Dennis L. Blackburn, Managing Member