

S42649

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*Amd/Restate/wk*

**MAY 03 2013**

R. WHITE

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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# AVIA

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*Alliance for Values in Action  
Avia Advisors, Inc.*

April 24, 2013

State of Florida  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314  
Attn: Amendments Section

Re: Amendment to Articles of Incorporation  
Amended and Restated Articles of Incorporation

Dear Sir or Madam:

Enclosed please find two documents for recording with the State in connection with our amendment of the name of the Corporation:

- First, an amendment changing the name of the Corporation to Avia Advisors, Inc
- Second, a full Amended and Restated Articles of Incorporation of Avia Advisors, Inc.

Also enclosed is a check in the amount of \$78.75 to cover the payment of filing fees for the two Amendments and a Certificate, together with copies of the Amendments to be stamped and returned to us in the envelop which is enclosed.

Thank you.

Sincerely



William R. Burdette  
President

FILED  
APR 25 AM 11:31  
13  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF

AVIA ADVISORS, INC.

Document Number of Corporation: S42649

Avia Advisors, Inc. (the "Corporation") was duly organized as a Florida corporation on May 7, 1991, pursuant to Articles of Incorporation which were duly filed with the Florida Secretary of State on that date. Pursuant to the provisions of Section 607.1007, the Articles of Incorporation of the Corporation are hereby amended and restated in their entirety to supersede the Articles of Incorporation of the Corporation as follows:

**ARTICLE I**

Name

The name of the Corporation is: Avia Advisors, Inc..

**ARTICLE II**

Principal Office and Mailing Address

The address of the Corporation's principal office and its mailing address are: 2103 Coral Way, Suite 202, Miami, FL 33145

**ARTICLE III**

Duration and Commencement of Corporate Existence

The Corporation shall exist perpetually. The corporate existence commenced upon filing of the Articles of Incorporation on May 7, 1991.

**ARTICLE IV**

Capital Stock

The Corporation is authorized to issue ten thousand (10,000) shares of common stock of the Corporation having a par value of One Dollar (\$1.00) per share.

**ARTICLE V**

Nature of the Business

The Corporation is organized for the purpose of transacting any and all lawful business. It will be the intention and purpose of the Corporation to develop and deliver products or services for customers in ways which nurture and support humanity, including business practices which reflect the Corporation's commitment to use its best efforts to operate the business in alignment with the following chosen values:

1. Respect and care for our employees and their roles in the Corporation and in life in general, both as employees and as fathers or mothers, sons or daughters, friends or partners of others in life and as members of the communities in which they live and work, creating an environment in which the employees enjoy coming to work and feel inspired and enabled in their own personal growth.
2. Respect for our customers and vendors, always dealing with them fairly and honestly, so they feel our authentic interest in their welfare as well as our own.

3. Respect for the environment, doing business in ways that support and maintain a healthy and sustainable relationship between the Corporation and the environment that we affect, both locally and globally.
4. Respect for the communities in which we do business, finding ways to give something back to them in order to express our gratitude for their contribution to us and the lives of our customers, employees and vendors.
5. Respect for our stockholders, creating long term value for them in gratitude for their contributions to our success and growth.

This statement of values is expressed in order to set high goals for ourselves and to establish a core foundation around which a natural self-organizing and evolving process can occur for the Corporation, subject, however, to the condition and limitation that it is not intended and shall not be construed at any time as the basis for any demands or legal actions by anyone who believes that we have not met these goals, although the Corporation will develop a reasonable forum for addressing such issues when they arise.

**ARTICLE VI**  
**Registered Agent and Office**

The name of the registered agent of the Corporation is William R. Burdette, residing at 6795 SW 74<sup>th</sup> Street, South Miami, FL 33143.

**ARTICLE VII**  
**Incorporator**

The name and address of the incorporator of the Corporation was Capital Connection, Inc. 417 E. Virginia Street, Suite 1, Tallahassee, FL 32301.

**ARTICLE VIII**  
**Bylaws**

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and shareholders of the Corporation.


**ARTICLE IX**  
**Indemnification**

The Corporation shall indemnify, to the full extent permitted by law, the Incorporator and any officer and director of the Corporation.

The undersigned hereby certifies as of the hereof that the foregoing Amended and Restated Articles of Incorporation of the Corporation were duly approved and adopted by the unanimous written consent of the Directors of the Corporation and William Burdette as sole shareholder of the Corporation, all in accordance with the Florida Statutes and Bylaws of the Corporation.

IN WITNESS WHEREOF, the undersigned has caused these Amended and Restated Articles of Incorporation to be duly executed as of the 24<sup>th</sup> day of April, 2013.

AVIA ADVISORS, INC.

By:   
William R. Burdette, President

**AMENDMENT TO THE  
ARTICLES OF INCORPORATION  
OF AVIA FUND MANAGEMENT, INC.**

**Document Number of Corporation: S42649**

Avia Fund Management, Inc. (the "Corporation") was duly organized as a Florida corporation on April 3, 1991, pursuant to Articles of Incorporation which were duly filed with the Florida Secretary of State on that date. Pursuant to the provisions of Section 607.1007, the Articles of Incorporation of the Corporation are hereby amended as follows:

**ARTICLE I**

Name

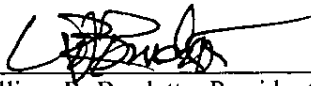
The name of the Corporation is: **Avia Advisors, Inc.**

The undersigned hereby certifies as of the hereof that the foregoing Amendment to the Articles of Incorporation of the Corporation were duly approved and adopted by the unanimous consent of the Directors and by William Burdette as sole shareholder of the Corporation, all in accordance with the Florida Statutes and Bylaws of the Corporation.

IN WITNESS WHEREOF, the undersigned has caused these Amended and Restated Articles of Incorporation to be duly executed as of the 24<sup>th</sup> day of April, 2013.

Avia Fund Management, Inc.

By: \_\_\_\_\_

  
William R. Burdette, President