

Division of Corporations

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BASIC AMENDMENT

FLYING FLAMINGO BROTHERS, INC.

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$43.75

6/29/99  
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Amended & Restated

Articles

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AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
FLYING FLAMINGO BROTHERS, INC.

Pursuant to the provisions of Section 607.1007 of the Florida Business Corporation Act, the undersigned corporation, pursuant to a resolution duly adopted by its shareholders and board of directors, hereby adopts the following Amended and Restated Articles of Incorporation of FLYING FLAMINGO BROTHERS, INC.:

ARTICLE I. NAME AND ADDRESS.

The name of this corporation shall be FLYING FLAMINGO BROTHERS, INC. The principal business address of the corporation is 2196 Airport Road, Naples, Florida 33962.

ARTICLE II. DURATION.

The corporation was incorporated on September 28, 1992, and shall have perpetual existence thereafter.

ARTICLE III. PURPOSE.

The purpose for which the corporation is organized is the transaction of any and all lawful business for which a corporation may be incorporated under the Florida Business Corporation Act, as the same may from time to time be amended.

ARTICLE IV. CAPITAL STRUCTURE.

The aggregate number of shares of capital stock which this corporation shall have authority to issue shall be ten thousand (10,000) shares of common stock, all of the same class and each having a par value of One Dollar (\$1.00). Nine thousand five hundred (9,500) of such shares of common stock shall be Series A voting shares, and five hundred (500) of such shares of common stock shall be Series B non-voting. The Series A shares and the Series B shares shall

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have identical rights except that the Series B shares shall not entitle the holder thereof to vote on any matter unless specifically required by law.

ARTICLE V. REGISTERED AGENT & OFFICE.

The name of the registered agent of the corporation at its registered office, and the street address of its registered office, is as follows:

<u>Name</u>	<u>Address</u>
Anthony D. Rainone	795 Willow Court Marco Island, FL 34745

ARTICLE VI. DIRECTORS.

The business and the affairs of this corporation shall be managed by a Board of Directors, which shall be elected by the shareholders and serve as provided in the Bylaws. The number of the members of the Board of Directors may either be increased or decreased from time to time by the Bylaws, but shall never be less than one (1). The corporation has two (2) Directors, and the names and addresses of the Directors are as follows:

<u>Name</u>	<u>Address</u>
Anthony D. Rainone	795 Willow Court Marco Island, FL 34745
Paul J. Stocklein	4542 Harvey Avenue Western Springs, IL 60558

ARTICLE VII. PREEMPTIVE RIGHTS.

Every shareholder, upon the issuance by the corporation of authorized but unissued shares of stock of the corporation (other than the original issue of shares of stock to subscribers) or upon the issuance by the corporation of treasury stock, shall have the right to purchase a pro-rata share thereof, as nearly as may be done without issuance of fractional shares, at the price at which it is issued to others.

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ARTICLE VIII. BYLAWS.

The power to adopt, alter, amend or repeal bylaws shall be vested in both the Board of Directors and the shareholders. Bylaws adopted, altered, amended or repealed by the shareholders of the corporation may not be repealed, altered, amended or readopted by the Board of Directors if the shareholders so provide.

The foregoing Amended and Restated Articles of Incorporation restate and integrate or amend in accordance with Section 607.1006 the provisions of the corporation's Articles of Incorporation as theretofore amended, and there is no discrepancy between those provisions and the provisions of the Amended and Restated Articles of Incorporation.

Dated: June 25, 1999

FLYING FLAMINGO BROTHERS, INC.


By:   
Anthony D. Rainone, President

CERTIFICATE OF OFFICER

The undersigned officer of FLYING FLAMINGO BROTHERS, INC., certifies:

The foregoing Amended and Restated Articles of Incorporation of FLYING FLAMINGO BROTHERS, INC. were unanimously consented to in writing by the directors and shareholders entitled to vote with respect to the subject matter of said amendment and restatement on the 25th day of June, 1999.

FLYING FLAMINGO BROTHERS, INC.

By:   
Anthony D. Rainone, President