233840

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From:
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
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POST, BUCKLEY, SCHUH & JERNIGAN, INC.

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Amended & Restated Articles

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8/21/08

August 20, 2008

FLORIDA DEPARTMENT OF STATE
Division of Corporations

POST, BUCKLEY, SCHUH & JERNIGAN, INC.
5300 WEST CYPRESS STREET, STE 200
TAMPA, FL 33607-1757

SUBJECT: POST, BUCKLEY, SCHUH & JERNIGAN, INC.
REF: 233840

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Please remove the dba name from the Amended and Restated Articles.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6908.

Sylvia Gilbert
Regulatory Specialist II

FAX Aud. #: H08000198154
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P.O BOX 6327 – Tallahassee, Florida 32314

Adopted 08.13.08

AMENDED AND RESTATED ARTICLES OF INCORPORATION

OF

POST, BUCKLEY, SCHUH & JERNIGAN, INC.

FILED
2008 AUG 20 AM 9:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1003 and 607.1007 of the Florida Business Corporation Act, Post, Buckley, Schuh & Jernigan, Inc., a Florida corporation (the "Corporation"), certifies that:

These Amended and Restated Articles of Incorporation contain amendments requiring the approval of the holders of shares of the common stock of the Corporation, and the shareholders of the Corporation approved such amendments by means of a unanimous written consent effective as of August 13, 2008. The number of votes cast in favor of the amendments was sufficient for approval by the holders of the common stock of the Corporation. These Amended and Restated Articles of Incorporation were duly adopted, and proposed and recommended for action by the shareholders, by the Board of Directors by unanimous written consent effective as of August 5, 2008.

The text of the Articles of Incorporation of the Corporation is hereby amended and restated in its entirety, effective as of the date of filing of these Amended and Restated Articles of Incorporation with the Florida Department of State, to read as follows:

AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
POST, BUCKLEY, SCHUH & JERNIGAN, INC.

ARTICLE I - NAME

The name of this Corporation is Post, Buckley, Schuh & Jernigan, Inc.

ARTICLE II - PURPOSE

This Corporation is being formed for the following purposes:

a. To engage in any and all lawful business or activity permitted under the laws of the United States, the State of Florida and any other jurisdiction in which such business or activities are conducted. To the extent any business or activity sought to be conducted requires compliance with local regulations or professional requirements, such business or activity will be conducted in compliance with applicable local laws.

b. To generally have and exercise all powers, rights and privileges necessary and incident to carrying out properly the objects herein mentioned.

c. To do anything and everything necessary, suitable, convenient or proper for the accomplishment of any of the purposes or the attainment of any or all of the objects hereinbefore enumerated or incidental to the purposes and powers of the corporation or which at any time appear conducive thereto or expedient.

ARTICLE III - DURATION

The period during which the Corporation shall continue is perpetual.

ARTICLE IV - POWERS

The Corporation shall have all of the corporate powers enumerated in the Florida Business Corporation Act, as amended from time to time.

ARTICLE V - CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is:

100 Shares of Common Stock having a par value of

$5.00 per Share.

ARTICLE VI - PLACE OF BUSINESS

The address of the principal office and the mailing address of the office of the Corporation is 5300 W. Cypress Street, Suite 200, Tampa, Florida 33607.

ARTICLE VII - REGISTERED AGENT

The street address of the Corporation's registered office is, 5300 W. Cypress Street, Suite 200, Tampa, Florida 33607, and the name of its initial registered agent at that address is Becky S. Schaffer.

ARTICLE VIII - DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the Corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. The number of directors serving on the Board of Directors shall be determined in accordance with the Corporation's Bylaws, but shall not be less than one (1).

Adopted 08.13.08

ARTICLE IX - OFFICERS

The Corporation shall have such elected or appointed officers as may be provided for from time to time by the Bylaws.

ARTICLE X - AMENDMENTS TO ARTICLES OF INCORPORATION AND BYLAWS

These Articles of Incorporation may be amended in the manner provided by law. Every amendment to the Corporation's Bylaws shall be approved by the Board of Directors, proposed by them to the shareholders, and approved at a shareholder's meeting by a majority of the shares entitled to vote thereon.

IN WITNESS WHEREOF, the undersigned has executed these Amended and Restated Articles of Incorporation as of the 13th day of August, 2008.

By: Becky S. Schaffer
Name: Becky S. Schaffer
Title: Secretary

Adoptod 08.13.08

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of Post, Buckley, Schuh & Jernigan, Inc., hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes Section 607.0505.

Becky S. Schaffer

Dated: August 13, 2008