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Amendment

Filed 2-6-56

5 pgs.

NO. A-21467 - ff

BARNETT NATIONAL SECURITIES CORPORATION

121467-ff

Amend Art. VII - Directors.

FILED FEB. 6, 1956
cdt

FLEMING, SCOTT & BOTTS
ATTORNEYS AND COUNSELLORS
BARNETT NATIONAL BANK BUILDING
JACKSONVILLE, FLORIDA

FLEMING, SCOTT & BOTTS
BARNETT NATIONAL BANK BUILDING
P. O. BOX 4099
JACKSONVILLE 1, FLORIDA

CHARLES R. SCOTT
GUY W. BOTTS
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JAMES W. MAHONEY
JOHN S. COX
GRAY C. RAMSAUR
EARL B. HADLOW
ROBERT C. WHITEHEAD, JR.
FRANCIS P. HAMILTON
JOHN E. ROQUEMORE
JOSEPH R. SPECTOR
MARVIN L. THACKER

FRANCIS P. FLEMING
[illegible]

February 4, 1956

RECEIVED
1956 FEB -6 AM 9:44
SECRETARY OF STATE
TAL - FLORIDA

Honorable R. A. Gray
Secretary of State
Tallahassee, Florida

Dear Mr. Gray:

Enclosed is an amendment to the certificate of incorporation of Barnett National Securities Corporation, together with our check in the amount of $10.00.

We will appreciate it if you will file this amendment and advise us when it has been done.

Very truly yours,

FLEMING, SCOTT & BOTTS

By: Guy Botts

GWB/nb
Enclosures

C. TAX	
FILING	10.00
R. AGENT FEE	
C. COPY	
TOTAL	10.00
R. PAID	10.00
BALANCE DUE	
REFUND	

BARNETT NATIONAL SECURITIES CORPORATION

AMENDMENT OF

CERTIFICATE OF INCORPORATION

BARNETT NATIONAL SECURITIES CORPORATION, a corporation organized and existing under the laws of the State of Florida, hereby certifies that at a meeting of its Board of Directors held on the 25th day of January, 1956, the said Board of Directors adopted a resolution proposing an amendment to its Certificate of Incorporation declaring the advisability of such amendment and calling a meeting of the stockholders of record entitled to vote for consideration thereof; and

That at a meeting of the stockholders of said Corporation held pursuant to the call of the Board of Directors thereof, as aforesaid, on the 25th day of January, 1956 , at which meeting there were present more than eighty per cent of all of the stockholders of record of said Corporation, who at said meeting signed a written consent thereto, the amendment to the Certificate of Incorporation proposed by the resolution of the Board of Directors was unanimously adopted, which said amendment is as follows:

> RESOLVED That Article Seventh of the Certificate of Incorporation of Barnett National Securities Corporation shall be and is hereby amended to read as follows:
>
> "Seventh. The Board of Directors of this Corporation shall consist of not less than three directors and shall consist of such number as may, from time to time, be fixed in the By-Laws of this Corporation."

IN WITNESS WHEREOF, the said Barnett National Securities Corporation has caused this Certificate to be subscribed in its corporate name by its President, and its corporate seal to be hereto affixed, attested by its Secretary this 3rd day of February, 1956, at Jacksonville, Duval County, Florida.

BARNETT NATIONAL SECURITIES CORPORATION

By: [signature]
President

Attest: [signature]
Secretary

STATE OF FLORIDA)
SS
COUNTY OF DUVAL)

Before me, the undersigned, a notary public in and for the State of Florida at Large, an officer duly authorized to take acknowledgments of deeds and other instruments, personally appeared W. R. McQuaid, President of Barnett National Securities Corporation, a corporation, and also personally appeared E. G. Haskell, the Secretary of the said corporation; the said persons being severally well known to me and known by me to be the same individuals who as such President and as such Secretary executed the above Certificate on behalf of said corporation; and he, the said President, acknowledged that as such President he subscribed the said corporate name to said Certificate on behalf and by authority of said corporation, and he, the said Secretary, acknowledged that he affixed the seal of said corporation to said Certificate and attested the same by authority and on behalf of said corporation, and the two persons above named acknowledged that they, as such President and Secretary, delivered said Certificate by authority and on behalf of said corporation; that such Certificate is the free act and deed of said corporation; and each of the said persons further acknowledged and declared that he knows the seal of said corporation, and that the seal affixed to said Certificate is the corporate seal of the corporation aforesaid.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal this 3rd day of February, A. D. 1956, at Jacksonville, Duval County, Florida.

Hazel A. Miller
Notary Public, State of Florida at Large
Notary Public, State of Florida at large
My commission expires August 28, 1958.

My commission expires: