



130692

ACCOUNT NO. : 072100000032

REFERENCE : 226063 4303929

AUTHORIZATION : *Patricia Pizute*

COST LIMIT : \$ 35.00

ORDER DATE : January 17, 1997

ORDER TIME : 3:42 PM

ORDER NO. : 226063-005

100002062601--5

CUSTOMER NO: 4303929

CUSTOMER: Ms. Susan B. Leibowitz
Greenberg Traurig Hoffman
22nd Floor
1221 Brickell Avenue
Miami, FL 33131-3238

DOMESTIC AMENDMENT FILING

NAME: GIBSON SECURITY CORP.

EFFECTIVE DATE:

☒ ARTICLES OF AMENDMENT
☐ RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☐ CERTIFIED COPY
☒ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Michael E. Klunk

EXAMINER'S INITIALS: _____

FILED
97 JAN 17 PM 4:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
RECEIVED
97 JAN 17 PM 4:11
DIVISION OF CORPORATION

Amendment
01/23/97



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 21, 1997

CSC - MICHAEL KLUNK

TALLAHASSEE, FL

SUBJECT: GIBSON SECURITY CORP.
Ref. Number: 130692

RESUBMIT

Please give original
submission date as file date.

We have received your document for GIBSON SECURITY CORP. and the authorization to debit your account in the amount of \$35.00. However, the document has not been filed and is being returned for the following:

If an amendment was approved by the shareholders, the date of adoption of the amendment and one of the following statements must be contained in the document:

(1) ~~Statement that the number of votes cast for the amendment by the shareholders was sufficient for approval.~~

(2) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

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 (904) 487-6906.

Darlene Connell
Corporate Specialist

Letter Number: 597A00002761

RESUBMIT

Please give original
submission date as file date.

RECEIVED
97 JAN 22 PM 4:16
DIVISION OF CORPORATIONS

**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
GIBSON SECURITY CORP.**

FILED
91 JAN 17 PM 4:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act, the undersigned Corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of this Corporation is GIBSON SECURITY CORP.
2. Section 3 of the Certificate of Incorporation, as amended by that certain Agreement of Merger filed with the Secretary of the State of Florida on November 30, 1970, is deleted and replaced by new Section 3, as follows:

"SECTION 3

"The aggregate number of shares which this Corporation shall have authority to issue is Three Hundred Five Thousand (305,000) consisting of Eight Thousand (8,000) shares of voting common stock, Ten Dollars (\$10.00) par value per share (the "Class A Common Stock") and Two Hundred Ninety Seven Thousand (297,000) shares of non-voting common stock, Ten Dollars (\$10.00) par value per share (the "Class B Common Stock"). Fully paid stock of this Corporation shall not be liable to any further call or assessment.

"The holders of Class A Common Stock and Class B Common Stock shall have identical rights with respect to (i) distributions from the Corporation; (ii) the liquidation of the Corporation; and (iii) all other matters affecting the Corporation, except that the holders of the Class A Common Stock shall be entitled to one vote per share on matters affecting the Corporation and that the holders of the Class B Common stock shall not be entitled to vote on matters affecting the Corporation (except as otherwise required by the Florida Business Corporation Act)."

3. Each share of the issued and outstanding common stock of the Corporation in existence immediately prior to the foregoing amendment, shall be reclassified into one one-hundredth (1/100) share of Class A Common Stock and ninety-nine one-hundredths (99/100) share of Class B Common Stock, without any action on the part of the holders thereof.

4. The above and foregoing was adopted by the written

consent of a majority of the Shareholders and all of the members of the Board of Directors of the Corporation on January 15, 1997, pursuant to Sections 607.0704 and 607.0821 of the Act. The number of votes cast for the amendment by the shareholders was sufficient for approval.

IN WITNESS WHEREOF, the undersigned officers of the Corporation have executed these Articles of Amendment, this 15th day of January, 1997.

GIBSON SECURITY CORP.

By: Michael Weintraub
Michael Weintraub, President

By: Sandra S. Spooner
Sandra S. Spooner, Secretary