

234696

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DIVISION OF CORPORATIONS

Amend

C. Coulliette JAN 17 2006



CORPORATION SERVICE COMPANY'

ACCOUNT NO. : 072100000032

REFERENCE : 815460 82866A

AUTHORIZATION

[Signature]

COST LIMIT : \$ 43.75

ORDER DATE : January 17, 2006

ORDER TIME : 11:53 AM

ORDER NO. : 815460-005

CUSTOMER NO: 82866A

DOMESTIC AMENDMENT FILING

NAME: ANCHOR INVESTMENT CORPORATION
OF FLA.

XX ARTICLES OF AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Kimberly Moret -- EXT# 2949

EXAMINER'S INITIALS: _____

ARTICLES OF AMENDMENT TO
THE RESTATED ARTICLES OF INCORPORATION OF
ANCHOR INVESTMENT CORPORATION OF FLA.

Pursuant to the provisions of Florida Statutes Section 607.1006, this corporation adopts the following Articles of Amendment to its Restated Articles of Incorporation:

FIRST: The document number for this entity is 234696.

SECOND: The following amendment and restatement of Article III of the Restated Articles of Incorporation was adopted by the corporation:

"ARTICLE III

CAPITAL STOCK

This corporation shall be authorized to have two classes of common stock, Class A and Class B. Class A common stock shall be voting common stock and each share shall have a par value of One Cent (\$.01). The corporation is authorized to issue up to Five Thousand (5,000) shares of Class A common stock. Class B common stock shall be non-voting common stock and each share shall have a par value of One Cent (\$.01). The corporation is authorized to issue Ninety-Five Thousand (95,000) shares of Class B common stock. Except for the voting rights of the Class A shares of common stock, shares of Class A stock and Class B stock shall be identical with respect to all rights and privileges of such shares, including, without limitation, economic rights and distribution rights. Following the issuance of Class A shares to be accomplished in conjunction with this recapitalization, the corporation shall not issue additional shares of authorized Class A stock without the affirmative vote or written consent of the owners of Class A stock then representing at least a majority of the then total issued and outstanding shares of Class A common stock.

In conjunction with this recapitalization, each share of currently issued and outstanding common stock of the corporation will be exchanged for one (1) share of Class A or Class B common stock in accordance with the Plan of Recapitalization which will be kept in the records of the corporation. Following such an exchange, all of the shares of the currently issued common stock shall be cancelled. Furthermore, following the effective date of these Articles of Amendment to the Restated Articles of Incorporation, the corporation's currently issued and outstanding common stock shall have no value or rights except the right to exchange one share of such stock for one (1) share of either Class A or Class B common stock in accordance with the Plan of Recapitalization."

THIRD: These Articles of Amendment were approved effective as of October 1, 2005.

FOURTH: The forgoing amendment was approved by the shareholders. The number of votes cast for these amendments was sufficient for approval.

Signed by the undersigned duly authorized officer.



Lawrence T. Maxwell, President

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