

Division of Corporations

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Florida Department of State
Division of Corporations
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Division of Corporations
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From:

Account Name : WILLIAMS, PARKER, HARRISON, DIETZ & GETZEN, P.A.
Account Number : 072720000266
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BASIC AMENDMENT

ED R. BENTLEY ENTERPRISES, INC.

Certificate of Status	0
Certified Copy	1
Page Count	02
Estimated Charge	\$43.75

RECEIVED

01 JUN - 1 PM 3:23

DIVISION OF CORPORATIONS

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Amend

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**ARTICLES OF AMENDMENT
OF
ED R. BENTLEY ENTERPRISES, INC.**

FILED
01 JUN -1 PM 3:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The Articles of Incorporation of Ed R. Bentley Enterprises, Inc., a Florida corporation (the "Corporation"), are hereby amended by striking Article III in its entirety and by substituting in its place the following:

Article III. Capital Stock

The Corporation is authorized to issue 6000 shares of common stock, \$1.00 par value per share. No share shall be issued except upon payment to the Corporation of the par value of the share in cash or other consideration permitted by law as payment for shares.


Upon the filing of this amendment, each issued and outstanding share of the Corporation's Class A and Class B common stock, \$1.00 par value per share, shall be automatically converted to one (1) share of the Corporation's common stock, \$1.00 par value per share, and the Corporation's Class A and Class B common stock, \$1.00 par value per share, shall thereupon cease to have any further rights or privileges, including but not limited to voting, dividend, and liquidation rights. Each certificate evidencing shares of the Corporation's Class A and Class B common stock, \$1.00 par value per share, issued and outstanding at the time of filing this amendment shall thereafter be deemed to evidence one (1) share of the Corporation's common stock, \$1.00 par value per share, for each share of Class A and Class B common stock, \$1.00 par value per share, evidenced by the certificate. Each person who is the holder of shares of the Corporation's Class A and Class B common stock, \$1.00 par value per share, on the date of filing this amendment, shall be entitled, upon surrender to the Corporation of a certificate evidencing such shares, to receive a certificate evidencing one (1) share of the Corporation's

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common stock, \$1.00 par value per share, for each share of the Corporation's Class A and Class B common stock, \$1.00 par value per share, evidenced by the surrendered certificate.

The amendment was approved and adopted by written consent of the shareholders and the directors of the Corporation on March 15, 2001. The number of votes cast for the amendment by the shareholders was sufficient for approval.

IN WITNESS WHEREOF, the President has executed these Articles of Amendment.


Richard A. Bentley
President

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