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BRANT, ABRAHAM, REITER, MCCORMICK & JOHNSON, P.A.

~ ATTORNEYS AND COUNSELLORS ~

Amy H. Johnson, Esq. ahjohnson@barmjlaw.com

May 19, 2010

Amendment Section Secretary of State Division of Corporate Filings P. O. Box 6327 Tallahassee, FL 32314

Re: <u>George M. Linville Corp.</u>

Dear Sir or Madam:

Enclosed please find the Amended and Restated Articles of Incorporation of George M. Linville Corp. along with our client's check in the amount of Thirty-Five Dollars (\$35.00) made payable to the Florida Department of State for the filing fee.

Sincerely,

Any H. Johnson

AHJ/bjw Enclosures

# AMENDED AND RESTATED ARTICLES OF INCORPORATON OF GEORGE M. LINVILLE CORP.



These Amended and Restated Articles are filed pursuant to <u>Florida Statutes</u> Section 607.1007, to reflect an amendment and restatement to the Articles of Incorporation of GEORGE M. LINVILLE CORP., originally filed on May 7, 1963, and in connection therewith, the undersigned officers, acting upon authority of the Board of Directors of GEORGE M. LINVILLE CORP., and upon authority of the sole shareholder of GEORGE M. LINVILLE CORP., hereby set forth these Amended and Restated Articles of Incorporation to read as follows:

## ARTICLE I - NAME

The name of this Corporation is GEORGE M. LINVILLE CORP.

## ARTICLE II - NATURE OF BUSINESS

The Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

## **ARTICLE III - CAPITAL STOCK**

The authorized capital of the Corporation shall be 5,000 shares of the common stock at a par value of \$1.00 per share.

## ARTICLE IV - TERM OF EXISTENCE

This Corporation is to exist perpetually.

## ARTICLE V - PRINCIPAL OFFICE AND MAILING ADDRESS

The initial street address of the principal office and the mailing address of this Corporation is 6842 St. Augustine Road, Jacksonville, Florida 32217. The Board of Directors may from time to time move the principal office to any other address in Florida.

### **ARTICLE VI - DIRECTORS**

This Corporation shall have one (1) Director. The number of Directors may be increased or diminished from time to time, by Bylaws adopted by the Stockholders.

#### ARTICLE VII - INITIAL DIRECTORS

The name and street address of the sole member of the Board of Director is:

Jo Ann H. Linville 6842 St. Augustine Road Jacksonville, Florida 32217

## ARTICLE VIII - SECTION 1244 STOCK

The Board of Directors is authorized to issue "Section 1244 Stock", as defined by Section 1244 of the Internal Revenue Code as the same may be amended from time to time.

#### ARTICLE IX - REGISTERED OFFICE AND AGENT

The street address of the registered office of this Corporation is 50 North Laura Street, Suite 2750, Jacksonville, Florida 32202, and the name of the registered agent of this Corporation at that address is Brant, Abraham, Reiter, McCormick & Johnson, P.A.

#### ARTICLE X - AMENDMENT

These Amended and Restated Articles of Incorporation may be amended, altered, or changed at any time, and from time to time, in the manner now or hereafter prescribed by the applicable Florida Statutes, and all rights conferred on a stockholder herein are granted subject to this reservation.

In accordance with <u>Florida Statutes</u> §607.1003, this amendment was adopted by the Board of Directors on April 13, 2010, and written consent to the said Amendment was given on April 13, 2010 by the holders of a majority of shares entitled to vote thereon in accordance with <u>Florida Statutes</u> §607.0704. The number of votes cast for the Amendment by the stockholders is sufficient for approval of the Amendment by all voting groups of the Corporation.

Upon the filing of these Articles of Amendment by the Department of State, the above referred amendment shall become effective and the Articles of Incorporation of GEORGE M. LINVILLE CORP., shall be deemed to be amended and restated accordingly.

DATED this 13th day of April, 2010

GEORGE M. LINVILLE CORP.

By: Jo Ann H. Linville Its: President

### REGISTERED AGENT'S ACCEPTANCE

The undersigned, being the entity named (i) in the Amended and Restated Articles of Incorporation of GEORGE M. LINVILLE CORP., a Florida corporation, and (ii) in the Change of Registered Office and Registered Agent of GEORGE M. LINVILLE CORP. (the "Corporation"), as the Registered Agent of the Corporation, hereby consents to accept service of process for the Corporation at 50 N. Laura Street, Suite 2750, Jacksonville, Florida 32202, and accepts the appointment as the new Registered Agent of the Corporation and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of the position of Registered Agent.

BRANT, ABRAHAM, REITER, MCORMICK & JOHNSON, P.A.

William P. Brant President