

MAY, MEACHAM & DAVELL

A PROFESSIONAL ASSOCIATION ATTORNEYS AND COUNSELORS NATIONSBANK TOWER, SUITE 2602 ONE FINANCIAL PLAZA

FORT LAUDERDALE, FLORIDA 33394-1697

PAUL M. MAY
ROBERT C. MEACHAM
WILLIAM C. DAVELL
MICHAEL J. HOGSTEN
VANESSA L. PRIETO

FORT LAUDERDALE (954) 763-6006 MIAMI (305) 944-8291 TELEFAX (954) 764-5367

July 8, 1998

CORPORATE RECORDS BUREAU

Division of Corporations Florida Department of State 409 East Gaines Street Tallahassee, Florida 32314

100002585081--8 -07/10/88--01047--005 ******35.00 ******35.00

Re:

Articles of Amendment to the

Articles of Incorporation of HILL YORK CORPORATION

Dear Sir or Madame:

Enclosed you will find an original and a copy of the executed Articles of Amendment to the Articles of Incorporation for HILL YORK CORPORATION. Further enclosed is our check payable to the Secretary of State in the amount of \$35.00 to cover the filing fee.

Kindly return these Articles of Amendment to us in the envelope provided herein. Thank you for your prompt attention to this matter.

Yery truly yours,

Christie A. Becker, CLA Certified Legal Assistant

MAY, MEACHAM & DAVELL, P.A.

/cab

Amen 2. 7-23-98

CC



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

July 16, 1998

MAY, MEACHAM & DAVELL CHRISTIE A. BECKER NATIONSBANK TOWER, STE. 2602 FT. LAUDERDALE, FL 33394-1697

SUBJECT: HILL YORK CORPORATION

Ref. Number: 272308

We have received your document for HILL YORK CORPORATION and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The date of adoption of this document must be a date on or prior to submitting the document to this office, and this date must be specifically stated in the document. If you wish to have a future effective date, you must include the date of adoption and the effective date. The date of adoption is the date the document was approved.

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 (850) 487-6903.

Cheryl Coulliette Document Specialist

Letter Number: 798A00037796

ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF HILL YORK CORPORATION

98 JUL 21 M 8: 48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(Pursuant to Section 607.1006 of the Florida General Corporation Act):

The, undersigned, Herbert Dell and Robert S. Lafferty, the President and Secretary, respectively, of HILL YORK CORPORATION, a corporation organized and existing under and by virtue of the provisions of the Florida General Corporation Act (the "Corporation"), the Articles of Incorporation of which were duly filed by the Department of State of the State of Florida on June 29, 1963, and amended by those certain Articles of Amendment which were duly filed by the Department of State of the State of Florida on May 1, 1986 and December 31, 1990, **DO HEREBY CERTIFY:**

- 1. The name of the Corporation is HILL YORK CORPORATION.
- 2. At a meeting duly called and properly noticed to all shareholders of the corporation, and upon motion which was unanimously approved, the shareholders of the corporation hereby amend the Articles of Hill York Corporation to increase the authorized shares from 100,000 shares to 150,000 shares. This Amendment is hereby adopted as of this 31st day of December, 1997.
- 3. Except as hereby amended, the Articles of Incorporation of the corporation shall remain the same.

IN WITNESS WHEREOF, we have hereunto subscribed our names and affixed the seal of the corporation this 31st day of December, 1997.

(signatures & notarization on attached page 2)

HILL YORK CORPORATION,

a Florida Corporation

Herbert Dell President

Witness

Witness

Carolyn Hammonds

Risda Cherry

STATE OF FLORIDA SS.:

COUNTY OF BROWARD

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared Herbert Dell and Robert S. Lafferty well known to me to be the President and Secretary, respectively, of HILL YORK CORPORATION, a Florida corporation, and known to me to be the persons who executed the foregoing Articles of Amendment to the Articles of Incorporation of HILL YORK CORPORATION, and they acknowledged before me that they executed the same.

WITNESS my hand and official seal in the State and County last aforesaid this 3 1 st day of December, 1997.

Notary Public, State of Florida

My Commission Expires: