



THE UNITED STATES
CORPORATION
COMPANY

338873

ACCOUNT NO. : 072100000032

REFERENCE : 606044 7101964

AUTHORIZATION :

COST LIMIT : \$70.00

Patricia Pizit

33

ORDER DATE : November 19, 1997

ORDER TIME : 10:02 AM

ORDER NO. : 606044-005

CUSTOMER NO: 7101964

CUSTOMER: Russell W. Divine, Esq
Divine & Estes, P.a.
P. O. Box 3629

Orlando, FL 32802-3629

FILED
97 NOV 19 PM 2:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

100002351601--5

DOMESTIC AMENDMENT FILING

NAME: GLACE & RADCLIFFE,
INCORPORATED

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jon A Bowling

EXAMINER'S INITIALS:

RECEIVED
97 NOV 19 AM 10:37
DIVISION OF CORPORATION
AM

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
of
GLACE & RADCLIFFE, INCORPORATED,
a Florida corporation

FILED
97 NOV 19 PM 2:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, as President of GLACE & RADCLIFFE, INCORPORATED, a corporation organized and existing under the laws of the state of Florida (the "Corporation"), having its principal place of business at 800 South Orlando Avenue, Maitland, Florida 32751, does hereby file the following Articles of Amendment:

1. The Name of the Corporation is GLACE & RADCLIFFE, INCORPORATED
2. On AUGUST 20th, 1997, at a special joint meeting, the Board of Directors and Shareholders of the Corporation unanimously adopted the following Resolution:

WHEREAS, the Corporation filed Articles of Incorporation on December 13, 1968; and

WHEREAS, the Corporation amended its Articles of Incorporation by filing a Certificate of Amendment on October 28, 1983; and

WHEREAS, the Shareholders and the Board of Directors deem it desirable that Article III of the Articles of Incorporation of the Corporation, as amended by the Certificate of Amendment, be amended to provide for two separate classes of stock, one voting and one non-voting, as set forth herein,

NOW, THEREFORE, be it resolved that Article III of the Articles of Incorporation of the Corporation, as amended, be amended so as to read as follows:

ARTICLE III

The Corporation shall have two classes of stock as follows:

1. Class A - Voting Common Stock. The Corporation is authorized to have outstanding, at any time, 5,000 shares of voting common capital stock having a \$10.00 per share par value.

2. Class B - Non-Voting Common Stock. This Corporation is authorized to have outstanding at any time, 5,000 shares of non-voting common capital stock having a \$10.00 per share par value.

3. Each share of common stock of the Corporation which is presently issued and outstanding shall be converted to one share of Class A voting Common Stock.

4. Each share of Class A Common Stock and Class B Common Stock shall represent an equal interest in the equity of the Corporation, except that the Class A shares shall have voting rights, and the Class B shares shall have no voting rights.

BE IT FURTHER RESOLVED that the officers of this Corporation prepare, execute, and file with the Florida Secretary of State, Articles of Amendment setting forth the foregoing, and upon the filing of said Articles, the Articles of Incorporation of the Corporation shall be amended as set forth in this Resolution.

3. The foregoing amendment was approved by the Shareholders of the Corporation and the number of votes cast by the Shareholders was sufficient for approval.

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Amendment to be executed this 13th day of NOVEMBER, 1997.

GLACE & RADCLIFFE, INCORPORATED,
a Florida corporation

By: 

DAVID L. WRIGHT
President

STATE OF FLORIDA

COUNTY OF Orange

The foregoing instrument was acknowledged before me this 13th day of November, 1997, by **David L. Wright**, as President of **Glace & Radcliffe, Incorporated**, a Florida corporation, on behalf of the corporation. He is personally known to me or has produced ✓ as identification.

Karen Keene

NOTARY PUBLIC

Print Name:

Commission No.:

My Commission Expires:



Karen Keene
My Commission CC624327
Expires February 25, 2001