

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-242-8062 • Fax (850) 272-1222

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Clarkson Properties, Inc.

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-02/13/01--01041--003

*****35.00 *****35.00

Amended &
Restated &
Name
Change

FILED
01 FEB 13 PM 4:48
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

☒ Art of Inc. File
☐ LTD Partnership File
☐ Foreign Corp. File
☐ L.C. File
☐ Fictitious Name File
☐ Trade/Service Mark
☐ Merger File
☒ Art. of Amend. File

☐ RA Resignation
☐ Dissolution / Withdrawal

☐ Annual Report / Reinstatement

☐ Cert. Copy

☒ Photo Copy

☐ Certificate of Good Standing

☐ Certificate of Status

☐ Certificate of Fictitious Name

☐ Corp Record Search

☐ Officer Search

☐ Fictitious Search

☐ Fictitious Owner Search

☐ Vehicle Search

☐ Driving Record

☐ UCC 1 or 3 File

☐ UCC 11 Search

☐ UCC 11 Retrieval

☐ Courier

RECEIVED
01 FEB 13 AM 9:16
DIVISION OF CORPORATION

ADP
2/13/01

File
2nd

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

January 31, 2001

Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

Re: Clarkson Properties, LLC and Clarkson Properties, Inc.

Ladies and Gentlemen:

Regarding the filing of the articles of dissolution for Clarkson Properties, LLC, the undersigned owner does not intend to reinstate Clarkson Properties, LLC after dissolution. I am also a shareholder of Clarkson Properties, Inc. Please accept the filing of the amended and restated articles of incorporation using the Clarkson Properties name.

Please call my attorney Thomas F. Kerney, Esq. Phone (407) 898-5526 with any questions.
Thank you.

CLARKSON PROPERTIES, LLC

By: 

Duane Clarkson, Member

**ARTICLES OF AMENDMENT AND
RESTATED ARTICLES OF INCORPORATION OF**

**ALDEN EQUIPMENT CO., INC. OF FLORIDA
CHANGING ITS NAME TO CLARKSON PROPERTIES, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006 and 607.1007 of the Florida Statutes, ALDEN EQUIPMENT CO., INC. OF FLORIDA adopts the following Amended and Restated Articles of Incorporation:

1. The name of the corporation is ALDEN EQUIPMENT CO., INC. OF FLORIDA
2. The original Articles of Incorporation for the corporation were filed on April 11, 1969.
3. By written consent executed on January 31, 2001 by all of the shareholders and all of the directors of the corporation pursuant to Sections 607.0704 and 607.0821 of the Florida Statutes, the Directors and Shareholders have agreed that the Articles of Incorporation of the corporation be amended and restated in their entirety. The number of votes cast for the amendment and restatement by the shareholders was sufficient for approval.
4. The Amended and Restated Articles of Incorporation provide for a new name for the Corporation, "Clarkson Properties, Inc.", as well as an increase in the authorized shares of common stock of the Corporation from 500 to 100,000; they do not provide for any exchange, reclassification or cancellation of issued shares.
5. The Articles of Incorporation of the Corporation are hereby amended and restated to read in their entirety as follows:

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION**

OF

CLARKSON PROPERTIES, INC.

ARTICLE I - NAME AND ADDRESS

The name of this Corporation is:

CLARKSON PROPERTIES, INC.

The address of the principal office of the Corporation is 7657 San Remo Pl., Orlando, FL 32835. The mailing address of the Corporation is PO Box 2337, Windermere, FL 34786

ARTICLE II - NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is one hundred thousand (100,000) shares of common stock having a par value of ONE CENT (\$.01) per share.

ARTICLE IV - TERM OF EXISTENCE

The corporate existence shall continue perpetually.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the registered office of this Corporation is 7657 San Remo Pl., Orlando, FL 32835, and the name of the registered agent of the Corporation at that address is Richard L. Clarkson.

ARTICLE VI - DIRECTORS

The number of Directors of the Corporation shall be three. The number of persons constituting the Board of Directors may be increased or decreased from time to time by the Board of Directors or the Shareholders in accordance with the Bylaws of this Corporation, but there shall always be at least one Director. Any vacancy in the Board of Directors, however created, may be filled and any additional directors may be elected by the Shareholders of this Corporation at their next annual meeting or at a special meeting called for the purpose of filling such vacancies; provided, however, any vacancy may be filled by the remaining Directors until the Shareholders have acted to fill the vacancy.

ARTICLE VII - BYLAWS

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors. Any Bylaws adopted by the Board of Directors may be repealed, changed, or new bylaws may be adopted by the vote of a majority of the stock entitled to vote thereon, and the Shareholders may prescribe in any Bylaw made by them that such Bylaw shall not be altered, amended or repealed by the Board of Directors.

ARTICLE VIII - AMENDMENTS TO ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended in the manner provided by law.

ARTICLE IX - INDEMNIFICATION

The Corporation shall indemnify any officer, director or employee of the Corporation, or any former officer, director or employee of the Corporation, to the full extent permitted by and as set forth in the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Amended and Restated Articles of Incorporation this 31 day of January, 2001.


Duane Clarkson, President