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Division of Corporations

FAX NO.

P. 01  
Page 1 of 1

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**COR AMND/RESTATE/CORRECT OR O/D RESIGN**

**ATLANTIC GALLERY INC**

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Corporate Filing Menu

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10/25/2007  
Restated  
10/25/2007

**ARTICLES OF AMENDMENT AND RESTATEMENT OF  
THE ARTICLES OF INCORPORATION OF  
ATLANTIC GALLERY, INC.**

- A. The name of the corporation is Atlantic Gallery, Inc. (the "Corporation").
- B. The Articles of Incorporation were filed with the Florida Secretary of State on October 20, 1969.
- C. Amendments to the Articles of Incorporation were adopted on August 30, 2007, by the shareholders and directors of the Corporation in order to (i) update and simplify the provisions of the Articles of Incorporation and (ii) amend and restate the Articles of Incorporation in their entirety to read as follows:

**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
ATLANTIC GALLERY, INC.**

**ARTICLE I - NAME**

The name of this Corporation is Atlantic Gallery, Inc.

**ARTICLE II - PRINCIPAL OFFICE**

The address of the Corporation's principal place of business is 8503 Holly Ridge Road  
Jacksonville, Florida 32256

**ARTICLE III - CAPITAL STOCK**

The number of shares of capital stock that this Corporation is authorized to have outstanding at any one time is one hundred (100) shares of voting common stock.

Except as otherwise required by applicable law, (i) the holders of shares of Voting Common Stock shall be entitled to one vote for each share so held with respect to all matters voted on by the shareholders of the Corporation.

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Upon any voluntary or involuntary liquidation, dissolution or winding up of affairs of the Corporation, funds shall be paid to the holders of Common Stock on the basis of the number of shares of Common Stock held by each of them.

ARTICLE IV - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent are Richard T. Spinner and 8503 Holly Ridge Road, Jacksonville, Florida 32256.

ARTICLE V - INDEMNIFICATION

Directors and officers of this Corporation may be indemnified to the fullest extent permitted by Florida law.

ARTICLE VI - BYLAWS

The Board of Directors shall adopt Bylaws for this Corporation and from time to time may modify, alter, amend or rescind the same by majority vote of the members of the Board of Directors present at any regular or special meeting or by written consent of all of the members of the Board of Directors.

ARTICLE VII - AMENDMENTS

This Corporation may amend, alter or repeal any provision of these Articles of Incorporation in the manner now or hereinafter provided by Florida law.

D. The shareholders of the Corporation were entitled to vote on this amendment and restatement, and the number of votes cast for the amendment and restatement was sufficient for approval by the shareholders.

IN WITNESS WHEREOF, Atlantic Gallery, Inc. has caused these Articles of Amendment and Restatement of the Articles of Incorporation to be signed in its name by its President the 30<sup>th</sup> day of AUGUST, 2007.

ATLANTIC GALLERY, INC.

By 

Richard T. Spinner  
President

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