

393053

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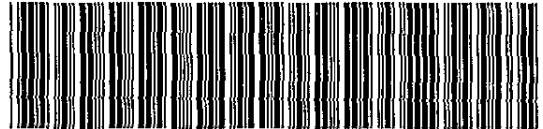
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2005 MAY 12 AM 10:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

*Amended & Restated
Articles*

GRAY | ROBINSON
ATTORNEYS AT LAW

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TAMPA

May 9, 2005

Amendment Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

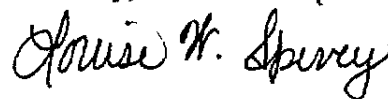
Re: Higgenbotham Realty, Inc. - Amendment of Articles of Incorporation
Client-Matter No. 460174 - 1

Dear Sir or Madam:

Enclosed is the original of the Amended and Restated Articles of Incorporation of Higgenbotham Realty, Inc. together with our firm's check totaling \$43.75 to cover the cost of the filing fee of \$35.00 and a certified copy in the amount of \$8.75. Thank you for your assistance in this matter.

Please do not hesitate to call if you have any questions.

Sincerely,



Louise W. Spivey

LWS/abb
Enclosures as stated

cc: John K. Vreeland, Esquire

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
HIGGENBOTHAM REALTY, INC.**

FILED

2005 MAY 12 AM 10:50

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The following Amended and Restated Articles of Incorporation, duly adopted pursuant to the authority and provisions of Chapter 607 of the Florida Statutes, supersede and take the place of the existing Articles of Incorporation of Higgenbotham Realty, Inc. (the "Corporation"), which were filed with the Florida Department of State on December 22, 1971 (Document No. 393053), and which were amended by a Certificate of Amendment to Articles of Incorporation filed with the Florida Department of State on January 4, 1973.

WHEREAS, these Amended and Restated Articles of Incorporation were unanimously approved by all of the Directors and all of the Shareholders of the Corporation by written actions adopted on April 1, 2005.

BE IT RESOLVED, that the Articles of Incorporation of the Corporation, be and the same are hereby amended and restated to read as follows:

**ARTICLES OF INCORPORATION
OF
HIGGENBOTHAM REALTY, INC.**

ARTICLE I - NAME

The name of this corporation is HIGGENBOTHAM REALTY, Inc.

ARTICLE II - MAILING ADDRESS

The mailing address of this corporation is 1666 Williamsburg Square, Lakeland, Florida 33803.

ARTICLE III - DURATION

This corporation shall have perpetual existence, commencing on December 22, 1971.

ARTICLE IV - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue 100 shares of voting common stock having a par value of \$5.00 per share.

ARTICLE VI - REGISTERED OFFICE AND REGISTERED AGENT

The street address of the registered office of this corporation is 1666 Williamsburg Square, Lakeland, Florida 33803 and the name of the registered agent of this corporation at that office is Martin E. Higgenbotham.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director. The number of directors may be either increased or diminished from time to time in accordance with the Bylaws, but shall never be less than one (1). The names and addresses of the directors of the corporation are:

*Martin E. Higgenbotham
1666 Williamsburg Square
Lakeland, Florida 33803*

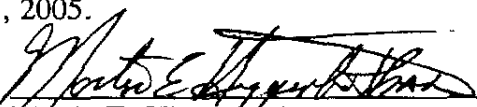
ARTICLE VIII - INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

** * **

These Amended and Restated Articles of Incorporation of Higgenbotham Realty, Inc., were unanimously adopted by the Directors and Shareholders by Actions By Written Consent dated April 1, 2005, as required by the Articles of Incorporation for this amendment and restatement to be effective. These Amended and Restated Articles of Incorporation shall be effective as of the date of their filing.

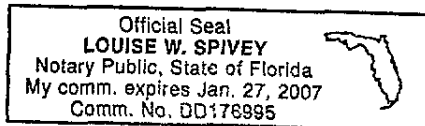
IN WITNESS WHEREOF, the undersigned has executed these Amended and Restated Articles of Incorporation on this 27th day of April, 2005.


Martin E. Higgenbotham
President and Secretary

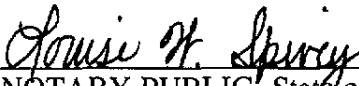
STATE OF FLORIDA

COUNTY OF POLK

The foregoing Amended and Restated Articles of Incorporation were acknowledged before me this 27th day of April, 2005, by Martin E. Higgenbotham, ☒ who is personally known to me or ☐ who has produced a Florida driver's license as identification and who did not take an oath.



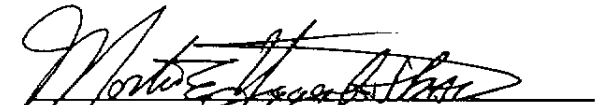
(Affix Notary Seal)


NOTARY PUBLIC, State of Florida
Print name: Louise W. Spivey
My commission expires: _____

ACCEPTANCE OF REGISTERED AGENT

THE UNDERSIGNED, HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE FOREGOING ARTICLES OF INCORPORATION, HEREBY ACCEPTS THE APPOINTMENT AS SUCH REGISTERED AGENT AND AGREED 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 THE UNDERSIGNED'S DUTIES. THE UNDERSIGNED FURTHER CERTIFIES THAT THE UNDERSIGNED IS FAMILIAR WITH AND ACCEPTS THE OBLIGATIONS OF SUCH POSITION AS REGISTERED AGENT.

SIGNATURE:


Martin E. Higgenbotham

DATE: April 27, 2005