

396631

SAMUEL L. LEPRELL
ATTORNEY AND COUNSELOR AT LAW

SAMUEL L. LEPRELL
(904) 353-4433

March 19, 1999

Florida Department of State
Division of Corporations
Corporate Records
P.O. Box 6327
Tallahassee, FL 32314

FILED
99 MAR 22 AM 10:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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RE: Smoak, Davis & Nixon Properties, Inc.

Dear Sir/Madam:

I am enclosing an original and one (1) copy of the Articles of Amendment to the Articles of Incorporation for the above-referenced corporation, together with our check in the amount of \$35.00, representing the filing fees as follows:

Please date stamp the enclosed copy of the Articles of Amendment as soon as it has been filed and return it to my attention.

If you should have any questions, please do not hesitate to contact the undersigned.

Sincerely,


Samuel L. LePrell

SLL:cdw
Enclosures

Amend.
3-24-99
CC

SUITE 201, ST. MARK'S PLACE
1930 SAN MARCO BOULEVARD
JACKSONVILLE, FLORIDA 32207
(904) 390-2705 - FAX (904) 390-2711

ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION
OF
SMOAK, DAVIS & NIXON PROPERTIES, INC.

Pursuant to the provisions of Section 607.1003 of the Florida Statutes, the undersigned President and Secretary of Smoak, Davis & Nixon Properties, Inc., a corporation existing under the laws of the State of Florida, hereby certify:

- (a) The name of this corporation is Smoak, Davis & Nixon Properties, Inc.
- (b) The amendment adopted is an amendment to Article Third of the Articles of Incorporation of this corporation deleting such Article in its entirety and substituting in its place a new Article Third.

3. The new Article Third shall read as follows:

"THIRD: The Corporation shall have authority, to be exercised by the Board of Directors, to issue not more than fifty thousand (50,000) shares of common voting stock of the par value of one dollar (\$1.00) each."

- (c) This amendment was adopted by unanimous consent of the Directors of this corporation and by the Shareholders effective as of December 31, 1998. The number of votes cast by the shareholders in favor of the amendment was sufficient for approval.

SMOAK, DAVIS & NIXON PROPERTIES, INC.

By: _____

R. Lavon Burnam

Its: President

Attest: _____

Jim L. Bowen,

Its Secretary

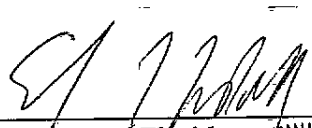
(Corporate Seal)

STATE OF FLORIDA

COUNTY OF DUVAL

BEFORE ME, a Notary Public authorized to take acknowledgments in the state and county set forth above, personally appeared R. LAVON BURNAM. as President of Smoak, Davis & Nixon Properties, Inc. to me and known by me to be the person who executed the foregoing Articles of Amendment, and he acknowledged before me that he executed those Articles of Amendment.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the place aforesaid, this 19th of March, 1999.

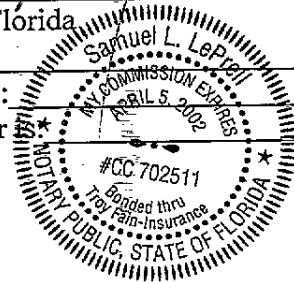


Notary Public--State of Florida

Printed Name: _____

My Commission Expires: _____

My Commission Number _____



CERTIFICATE OF
ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION
OF
SMOAK, DAVIS & NIXON PROPERTIES, INC.

The undersigned, being the President and Secretary of the corporation, hereby certify that:

1. The name of the corporation is Smoak, Davis & Nixon Properties, Inc.
2. The corporation was formed pursuant to the filing of Articles of Incorporation in the office of the Secretary of State on the 29th day of February, 1972. Its Charter Number is 396631.
3. In accordance with Florida Statute Section 607.1003, the Shareholders and the Directors have approved the Amendment to the Articles of Incorporation as attached hereto and hereby made a part of this Amendment.

IN WITNESS WHEREOF, the parties hereto have affixed their hands this 19th day of March, 1999.

SMOAK, DAVIS & NIXON PROPERTIES, INC.

By: _____

R. Layon Burnam
Its: President

Attest: _____

Jim L. Bowen
Its: Secretary

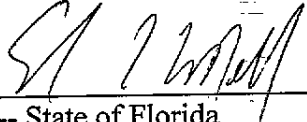
(Corporate Seal)

STATE OF FLORIDA

COUNTY OF DUVAL

Before me, the undersigned authority, personally appeared R. LAVON BURNAM. to me well known and known by me to be the person who executed the above Certificate of Articles of Amendment on behalf of the corporation.

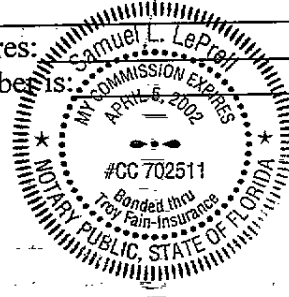
IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the place aforesaid, this 19th day of March, 1999.


Notary Public -- State of Florida


Printed Name: _____

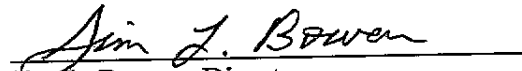
My Commission Expires: _____

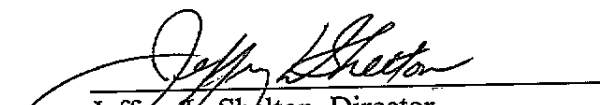
My Commission Number is: _____



Approved:


R. Lavon Burnam, Director


Jim L. Bowen, Director


Jeffrey L. Shelton, Director