

430114



ACCOUNT NO. : 072100000032

REFERENCE : 419512 4326591

AUTHORIZATION :

COST LIMIT : \$ 43.75

FILED
99 OCT 19 PM 2:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : October 19, 1999

ORDER TIME : 10:05 AM

ORDER NO. : 419512-005

CUSTOMER NO: 4326591

900003018229--0

CUSTOMER: E. Jackson Boggs, Esq
Fowler White Gillen Boggs
Suite 1700
501 East Kennedy Boulevard
Tampa, FL 33602

DOMESTIC AMENDMENT FILING

NAME: DAVE BURKE, INC.

EFFECTIVE DATE: _

XX ARTICLES OF AMENDMENT
____ RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Erika Carlson

EXAMINER'S INITIALS: _____

RECEIVED
99 OCT 19 AM 11:29
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

G. COULLETTE OCT 19 1999

FILED
99 OCT 19 PM 2:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AMENDMENT TO ARTICLES OF INCORPORATION
OF
DAVE BURKE, INC.

WHEREAS, the Articles of Incorporation of **DAVE BURKE, INC.** were filed with and approved by the Secretary of State of the State of Florida on the 9th day of July, 1973; and

WHEREAS, it is the intention of the all the directors and the sole stockholder of **DAVE BURKE, INC.** that the Articles of Incorporation of **DAVE BURKE, INC.** be amended, in accordance with the proposed amendments hereinafter set forth; and

WHEREAS, the proposed amendments to the Articles of Incorporation of **DAVE BURKE, INC.** hereinafter set forth was approved and adopted by all the directors and by the sole stockholder, comprising the only voting group of stockholders, of **DAVE BURKE, INC.**, pursuant to the provisions of Florida Statutes, Section 607.1003(5), on the 13th day of October, 1999; and

WHEREAS, the approval of the Secretary of State of the State of Florida of the proposed amendments hereinafter set forth is hereby requested.

NOW, THEREFORE, the Articles of Incorporation of **DAVE BURKE, INC.** are hereby amended by deleting in their entirety the present Articles VII, VIII, IX and X and also deleting in its entirety the present Article III and substituting in place thereof the following to-wit:

"ARTICLE III

CAPITAL STOCK

(a) The total number of shares of capital stock authorized to be issued by the corporation (the "Shares") shall consist of one class only and shall be comprised of 15,000 shares of common capital stock having a par value of \$1.00 per share of which (i) 150 shares shall be designated voting shares (the "Voting Shares"), entitling the holders thereof to one (1) vote with respect to all matters to be properly voted on by the stockholders of the corporation, and (ii) 14,850 shares shall be designated non-voting shares (the "Non-Voting Shares"), entitling the holders thereof to no voting rights. Each Voting Share and each Non-Voting Share shall participate equally in all dividends paid by the corporation and in the assets of the corporation upon its liquidation or dissolution. All or any part of the Shares may be paid for in cash, in property, or in labor or services actually performed for the corporation and valued at a fair valuation to be fixed by the Board of Directors at a meeting called for such purpose. All stock when issued shall be paid for and shall be nonassessable.

(b) In the election of directors of this corporation, there shall be no cumulative voting of the stock entitled to vote at such election."

IN WITNESS WHEREOF, this Amendment to Articles of Incorporation is hereby executed on behalf of **DAVE BURKE, INC.**, by its President and Secretary this 13th day of October, 1999.

DAVE BURKE, INC.

By David F. Burke
David F. Burke, President and Secretary

STATE OF FLORIDA
COUNTY OF Hillsborough

The foregoing instrument was acknowledged before me this 13th day of October, 1999, by David F. Burke, President and Secretary of **DAVE BURKE, INC.**, a Florida corporation, who is personally known to me or who has produced N/A as identification and who did not take an oath.

J. Bordwell
Print Name J. Bordwell

"NOTARY PUBLIC"

My Commission Expires: _____

Serial Number _____

