

444750

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(Address)

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(City/State/Zip/Phone #)

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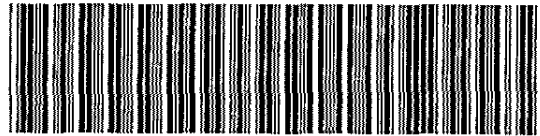


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03/25/05--01035--002 **52.50

*Amend
T. Lewis*

FILED
05 MAR 25 AM 11:40
SECRETARY OF STATE
HALLMARK BUILDING

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: RAYMOND JAMES FINANCIAL, INC.

DOCUMENT NUMBER: 444750

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

PAUL L. MATECKI

(Name of Contact Person)

RAYMOND JAMES FINANCIAL, INC.

(Firm/ Company)

880 CARILLON PARKWAY

(Address)

ST. PETERSBURG, FL 33716

(City/ State/ and Zip Code)

For further information concerning this matter, please call:

PAUL L. MATECKI

(Name of Contact Person)

at (727) 567-5180

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☐ \$35 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☐ \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

☒ \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy
is enclosed)

Mailing Address

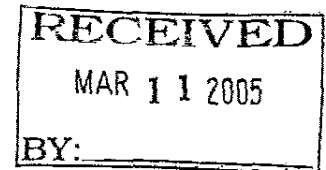
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State



March 8, 2005

PAUL L. MATECKI
RAYMOND JAMES FINANCIAL, INC.
880 CARILLON PARKWAY
ST. PETERSBURG, FL 33716

SUBJECT: RAYMOND JAMES FINANCIAL, INC.
Ref. Number: 444750

We have received your document for RAYMOND JAMES FINANCIAL, INC., however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$52.50.

You have submitted two documents to amend the subject corporation. Since both documents meet the requirements for filing Articles of Amendment, please resubmit only one document.

If you have any questions concerning this matter, please either respond in writing or call (850) 245-6905.

Thelma Lewis
Document Specialist Supervisor

Letter Number: 905A00015968

Articles of Amendment
to
Articles of Incorporation
of

Raymond James Financial, Inc.

(Name of corporation as currently filed with the Florida Dept. of State)

FILED
05 MAR 25 AM 11:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

444750

(Document number of corporation (if known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

NEW CORPORATE NAME (if changing):

(Must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.")
(A professional corporation must contain the word "chartered", "professional association," or the abbreviation "P.A.")

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

ARTICLE IV

Stock Clause

Shares Authorized. The aggregate number of shares of stock which this Corporation shall have authority to issue shall be one hundred eighty million (180,000,000) shares of common stock, each with a par value of one (\$.01) and ten million (10,000,000) shares of preferred stock, each with a par value of ten cents (\$.10).

(Attach additional pages if necessary)

If an amendment provides for exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself: (if not applicable, indicate N/A)

N/A

(continued)

The date of each amendment(s) adoption: February 17, 2005

Effective date if applicable: February 17, 2005
(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(CHECK ONE)**

☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by

(voting group)"

☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 17th day of February, 2005.

Signature _____

(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Paul L. Matecki

(Typed or printed name of person signing)

Assistant Secretary

(Title of person signing)

FILING FEE: \$35