

Division of Corporations

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Florida Department of State
Division of Corporations
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COR AMND/RESTATE/CORRECT OR O/D RESIGN

MACC, INCORPORATED

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DIVISION OF CORPORATIONS

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6/11/2007

Amendment

06-11-07

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**ARTICLES OF AMENDMENT
OF
MACC, INCORPORATED**

The Articles of Incorporation of MACC, Incorporated, a Florida corporation ("Corporation"), are hereby deleted and restated to provide as follows:

1. Name. The name of the Corporation is:

MACC, Incorporated

2. Principal Office and Mailing Address. The address of the principal office and the mailing address of the Corporation is:

200 South Orange Ave.
Sarasota, Florida 34236

3. Authorized Shares. The Corporation is authorized to issue 100 shares of common stock having a \$1.00 par value per share. No share shall be issued except upon payment to the Corporation of the par value of the share in cash or other consideration permitted by law as payment for shares.

4. Board of Directors. From and after the date of the filing of these Articles, the business of the Corporation shall be managed by its board of directors which may exercise all such powers of the Corporation and do all such lawful acts and things as are not by statute or by these amended and restated articles of incorporation or by the bylaws directed or required to be exercised or done by the shareholders.

5. Bylaws. The power to alter, amend or repeal any bylaw shall be vested in the shareholders, except to the extent delegated by the shareholders to the board of directors.

6. Registered Agent and Office. The name of the current registered agent and the address of the current registered office of the Corporation is:

William G. Schlotthauer
200 South Orange Avenue
Sarasota, Florida 34236

The amendments contained herein were approved and adopted by written consent of the shareholder on May 30, 2007. Pursuant to the current Articles of Incorporation of the Corporation, the affairs of the Corporation shall be carried on by the shareholders; therefore, action by the directors is not required. The number of votes cast for the amendment by the shareholder was sufficient for approval.

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IN WITNESS WHEREOF, the president has executed these Amended and Restated Articles of Incorporation.

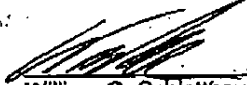


Stephen J. Rentz
As its President

ACKNOWLEDGEMENT OF REGISTERED AGENT

By execution hereof, the undersigned accepts appointment as registered agent of the Corporation, is familiar with, and accepts, the obligations of that position.

In witness whereof, the undersigned has executed this Acknowledgement of Registered Agent on the 30th day of May 2007.



William G. Schlotthauer
Registered Agent

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