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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4000

FROM: MURAI, WALD, BIONDO, MORENO, P.A.

ACCT#: 076150002103

CONTACT: JULIE RUFF

PHONE: (305)358-5900

FAX #: (305)358-4842

NAME: PEGGY ANN COOK & ASSOCIATES, REGISTERED PROF

AUDIT NUMBER.....H98000007865

DOC TYPE.....BASIC AMENDMENT

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TALLAHASSEE, FLORIDA

Restated, Art. w/Name  
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04/27/98 MON 11:08 FAX 3053589490

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98 APR 27 AM 11:48  
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

April 28, 1998

PEGGY ANN COOK & ASSOCIATES, REGISTERED PROFESSIONAL RE  
150 SE 2ND AVE STE 1000  
MIAMI, FL 33131

SUBJECT: PEGGY ANN COOK & ASSOCIATES, REGISTERED PROFESSIONAL REPORTERS,  
INC.  
REF: 564278

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The current name of the entity is as referenced above. Please correct your document accordingly.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6906.

Darlene Connell  
Corporate Specialist

FAX Aud. #: H98000007865  
Letter Number: 798A00022845

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Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

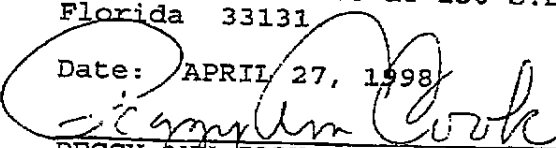
FAX AUDIT NUMBER:  
H98000007865

**ARTICLES OF RESTATEMENT OF THE  
ARTICLES OF INCORPORATION**

Pursuant to FSA § 607.1007, this corporation adopts the following articles of restatement to its articles of incorporation as follow:

1. The name of the corporation before restatement:  
PEGGY ANN COOK & ASSOCIATES, REGISTERED PROFESSIONAL REPORTERS, INC.
2. The name of the corporation after restatement:  
PEGGY ANN COOK & ASSOCIATES, INC.
3. The Articles of Incorporation for this Corporation were initially filed on January 1, 1978.
4. The Document Number for this Corporation is 564278.
5. The text of the restated articles of incorporation are attached hereto.
6. The restated articles of incorporation contain an amendment to the articles of incorporation requiring shareholder approval and the shareholders duly approved this action in accordance with the provisions of FSA § 607.1003.
7. The date of adoption of the restated articles of incorporation was:  
April 27, 1998
8. These articles of restatement will be effective upon filing.
9. VeriText/Florida Reporting Company, L.L.C. is hereby appointed as the new Registered Agent for the Corporation with a registered office at 150 S.E. 2nd Avenue, Suite 1011, Miami, Florida 33131

Date: APRIL 27, 1998

  
PEGGY ANN COOK, President

THIS INSTRUMENT PREPARED BY:  
M. Cristina Moreno, Esquire  
FL Bar #: 259721  
Murat Wald Biondo & Moreno P.A.  
25 Southeast Second Avenue, Suite 900  
Miami, Florida 33131  
(305) 358-5900

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H98000007865

FILED  
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TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

Fax Audit No. H98000007865

**ARTICLES OF INCORPORATION**  
**OF**  
**PEGGY ANN COOK & ASSOCIATES, INC.**

The undersigned subscriber to these Articles of Incorporation hereby forms a corporation under the laws of the State of Florida.

**ARTICLE I**  
**NAME**

The name of the corporation is PEGGY ANN COOK & ASSOCIATES, INC.

**ARTICLE II**  
**DURATION AND BEGINNING OF CORPORATE EXISTENCE**

The corporation shall exist perpetually. The date when the corporate existence of this corporation began was January 1, 1978.

**ARTICLE III**  
**NATURE OF BUSINESS**

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

**ARTICLE IV**  
**CAPITAL STOCK**

The corporation is authorized to have outstanding one class of stock designated as common stock. The maximum number of shares of common stock which the corporation is authorized to have outstanding is 50 shares of Common Stock of a par value of \$10.00 per share. Each holder of common shares shall have one vote for each such share held of record on all matters submitted for shareholder approval. There shall be no cumulative voting. Holders of Common Stock shall not have pre-emptive rights to subscribe to the corporation's securities. Except as otherwise

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specifically required by law, or except as specifically provided in these articles of incorporation, all matters requiring shareholder approval shall require an affirmative vote of a majority of the shares voting thereon.

ARTICLE V  
**REGISTERED OFFICE AND AGENT AND  
PRINCIPAL OFFICE AND/OR MAILING ADDRESS**

The street address of the registered office of the corporation in the State of Florida is 150 S.E. 2nd Avenue, Suite 1011, Miami, Florida 33131-1500 and the name of the registered agent of this corporation at that address is VeriText/Florida Reporting Company, L.L.C. The Principal Office and/or mailing address is the same as the Registered Office.

ARTICLE VI  
**BYLAWS**

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE VII  
**INDEMNIFICATION**

The corporation shall indemnify, to the full extent permitted by law, any officer, director, employee or agent of the corporation, or any former officer, director, employee or agent of the corporation, or any person who at the request of the corporation is or was serving as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise.

Fax Audit No. H98000007865

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CERTIFICATE OF REGISTERED AGENT  
OF  
PEGGY ANN COOK & ASSOCIATES, INC.

Pursuant to Fla. Stat. §607.0501 the following is submitted:

That PEGGY ANN COOK & ASSOCIATES, INC. organized under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at City of Miami, County of Dade, State of Florida, has named VeriText/Florida Reporting Company, L.L.C. located at 150 S.E. 2nd Avenue, Suite 1011, Miami, Florida 33131, as its agent to accept service of process within this State.

A C K N O W L E D G M E N T

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, the undersigned hereby accepts to act in this capacity, and agrees to comply with the provision of said Act relative to the obligations of such registered agent, with which the undersigned acknowledges it is familiar.

Dated this 27th day of April, 1998.

VERITEXT/FLORIDA REPORTING  
COMPANY, L.L.C.

By: Nancy Josephs  
Name: Nancy Josephs  
Title: Sr. Vice President

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