

605125

DOUGLAS A. McDUFF

ATTORNEY AT LAW

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CORAL GABLES, FLORIDA 33134

TELEPHONE (305) 447-0060

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December 21, 1999

VIA FEDEX

Corporate Records Bureau
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

500003078495--8
-12/22/99-01088-008
*****78.75 *****78.75

RE: ARTICLES OF AMENDMENT - CUNNINGHAM & RASKIN, P.A.

Dear Sirs:

Enclosed are the original and one (1) copy of the proposed Articles of Amendment for CUNNINGHAM & RASKIN, P.A. Please approve and file the original and certify the copy for us (Articles of Amendment ONLY) and return it to the undersigned. Further, please also find enclosed a certificate designating a change of the Registered Agent for the corporation.

As well, enclosed is a check payable to the Secretary of State for the following charges:

1. Amendment Fee	\$ 35.00
2. Filing Registered Agent's Certificate	\$ 35.00
3. Certified Copy (Amendment only)	\$ 8.75
TOTAL:	\$ 78.75

Thank you for your assistance in this matter. Of course, please advise if there is anything further that is required.

Very truly yours,

Douglas A. McDuff
Douglas A. McDuff

DM/

CHECK ENCLOSED

Arstart NC
FEB 10 2000

FILED
99 DEC 22 PM 4:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



UCC FILING & SEARCH SERVICES, INC.
526 East Park Avenue
Tallahassee, FL 32301
(850) 681-6528

HOLD

FOR PICKUP BY UCC SERVICES

OFFICE USE ONLY (Document #)

780455

CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known):

Cunningham & Raskin PA

☐ Walk In

☐ Pick Up Time

☐ Certified Copy

☐ Mail Out

☐ Certificate of Status

☐ Will Wait

☐ Certificate of Good Standing

☐ Photocopy

RUSH

☐ ARTICLES ONLY

☐ ALL CHARTER DOCS

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A. Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

☐ Certificate of FICTITIOUS NAME

☐ FICTITIOUS NAME SEARCH

☐ CORP SEARCH

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Ordered By: _____

Date: _____



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

January 7, 2000

DOUGLAS A. MCDUFF, ESQ.
SUITE 630
2121 PONCE DE LEON BLVD.
CORAL GABLES, FL 33134

SUBJECT: CUNNINGHAM & RASKIN, P.A.
Ref. Number: 605125

We have received your document for CUNNINGHAM & RASKIN, P.A. and check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

If an amendment was approved by the shareholders, the date of adoption of the amendment and one of the following statements must be contained in the document:

(1) A statement that the number of votes cast for the amendment by the shareholders was sufficient for approval.

(2) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

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) 487-6905.

Thelma Lewis
Corporate Specialist Supervisor

Letter Number: 100A00000806

AMENDED AND RESTATED ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION
OF
CUNNINGHAM & RASKIN, P.A.

FILED
99 DEC 22 PM 4:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned corporation, in accordance with the Florida Business Corporation Act, the Florida Professional Service Corporation Act and its Bylaws, hereby amends its Articles of Incorporation in its entirety and hereby adopts the following Amended Articles of Incorporation:

ARTICLE I

NAME

The name of this corporation is CUNNINGHAM & RASKIN, INC.

ARTICLE II

DURATION

This corporation shall exist perpetually.

ARTICLE III

PURPOSES

This corporation may engage in any activity or business permitted under the laws of the United States of America and of this State.

ARTICLE IV

CAPITAL STOCK

This corporation is authorized to issue One Thousand (1,000) shares of One Dollar (\$1.00) par value common stock.

ARTICLE V

REGISTERED OFFICE AND REGISTERED AGENT

The name of the Registered Agent of this corporation and the street address of the Registered Office are Daniel Bafia, 7710 Northwest 71st Court, Suite 101, Tamarac, Florida 33321.

ARTICLE VI

BOARD OF DIRECTORS

This corporation shall have two (2) directors. The number of directors may be either increased or decreased from time to time as provided in the Bylaws, but shall never be less than one (1). The name and address of the directors of this corporation are Daniel Bafia and Melissa Ayers, 7710 Northwest 71st Court, Suite 101, Tamarac, Florida 33321.

ARTICLE VII

INCORPORATOR

The name and address of the Incorporator of this Corporation were James B. Cunningham, M.D., 5000 West Oakland Park Boulevard, Lauderdale Lakes, Florida.

ARTICLE VIII

AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE IX**BYLAWS**

The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend, or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

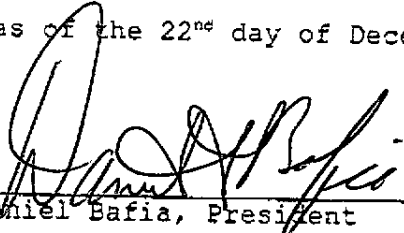
ARTICLE X**INFORMAL SHAREHOLDER ACTION**

The holders of not less than a majority of the issued and outstanding shares of the voting stock of the corporation may act by written agreement without a meeting, as provided in Florida Statutes 607.394 and the Bylaws.

The Amended Articles of Incorporation have been adopted by unanimous written action of the Directors and shareholders of the Corporation pursuant to Section 607.1003, Florida Statutes, which vote was sufficient for approval.

IN WITNESS WHEREOF, the undersigned has executed these Amended Articles of Incorporation as of the 22nd day of December, 1999.

(CORPORATE SEAL)



Daniel Bafia, President

**ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT
ACKNOWLEDGMENT OF REGISTERED AGENT**

I hereby accept appointment as Registered Agent of the following Corporation:

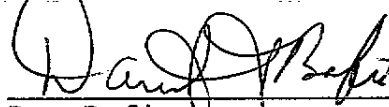
Name of Corporation: CUNNINGHAM & RASKIN, P.A.

The Registered Office of such Corporation shall be as follows:

Address of Registered Office: 7710 Northwest 71st Court
Suite 101
Tamarac, Florida 33321

Pursuant to Section 607.0501, Florida Statutes, I agree to act in this capacity, and will comply with the provisions of all statutes relative to the proper and complete performance of my duties. I am familiar with and accept the obligations of 607.0505, Florida Statutes.

Dated this 1 day of Dec. 22, 1999
~~February, 2000.~~



Dan Bafia
Registered Agent