

6860334

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

(Business Entity Name)

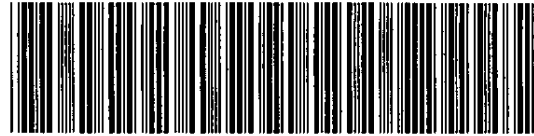
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Amend  
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# MORGAN LAW CENTER

FOR ESTATE & LEGACY PLANNING

TERESA BYRD MORGAN†  
LAURA ANN FOURAKER-GARDNER, LLM

†licensed to practice in Florida and Georgia

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October 9, 2008

Florida Department of State  
Amendment Section  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

Re: Rattlesnake Ranch, Inc.  
Articles of Amendment to Articles of Incorporation  
Document Number 686334

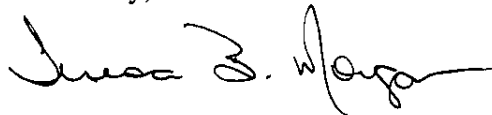
Dear Sir or Madam:

Enclosed for filing is Articles of Amendment of Rattlesnake Ranch, Inc., dated September 16, 2008. We also enclose our check in the amount of \$35.00, which represents the filing fee.

Finally, we enclose a copy of the Articles of Amendment; please date stamp and return the copy to us in the enclosed stamped, self-addressed envelope.

Thank you for your assistance in this matter.

Sincerely,



Teresa B. Morgan

TBM/cam  
Enclosures

ARTICLES OF AMENDMENT  
OF  
RATTLESNAKE RANCH, INC.

FILED  
2009 OCT 10 PM 1:52  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to Section 607.1006, Florida Statutes, the undersigned corporation adopts the Articles of Amendment to its Articles of Incorporation set out below.

The current name of the Corporation is Rattlesnake Ranch, Inc..

Amendment Article I

The total number of shares of all classes of stock which the Corporation shall have the authority to issue is 5,000 shares of common stock, \$1.00 par value, consisting of (i) 250 shares of Voting Common Stock and (ii) 4,750 shares of Non-Voting Common Stock. All of said authorized shares may be issued from time to time without action by the stockholders for such consideration as may be fixed from time to time by the Board of Directors, or any duly authorized committee thereof, and shares so issued, the full consideration of which has been paid or delivered, shall be deemed fully paid stock and non-assessable stock and the holders of such shares shall not be liable for any further payment thereon.

All shares of Voting Common Stock and Non-Voting Common Stock will be identical and will entitle the holders thereof to the same rights and privileges, except as otherwise provided in this Article. The rights and preferences of the Voting Common Stock and the Non-Voting Common Stock are as follows:

1. Voting Rights.
  - (a) Voting Common Stock. Except as set forth herein or as required by law, each outstanding share of Voting Common Stock shall be entitled to vote on each matter on which the stockholders of the Corporation shall be entitled to vote, and each holder of Voting Common Stock shall be entitled to one vote for each share of Voting Common Stock held-by such holder.
  - (b) Non-Voting Common Stock. Except as set forth herein or as otherwise required by law, each outstanding share of Non-Voting Common Stock shall not be entitled to vote on any matter on which the stockholders of the Corporation shall be entitled to vote, and shares of Non-Voting Common Stock shall not be included in determining the number of shares voting or entitled to vote on any such matters. On any matter on which the holders of shares of Non-Voting Common Stock are entitled to vote, except as otherwise required by law, all classes of common stock of the Corporation entitled to vote shall vote together as a single class, and each holder of shares of Non-Voting Common Stock shall be

entitled to one vote for each share of Non-Voting Common Stock held by such holder; provided, that notwithstanding the foregoing, holders of shares of Non-Voting Common Stock shall each be entitled to vote as a separate class on any amendment to this subparagraph 1(b) and on any amendment, repeal or modification of any provision of the Articles of Incorporation that adversely affects the powers, preference or special rights of holders of the Non-Voting Common Stock.

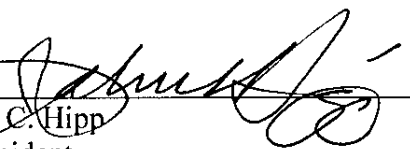
2. Dividends. The Board of Directors of the Corporation may cause dividends to be paid to holders of shares of Voting Common Stock and Non-Voting Common Stock out of funds legally available for the payment of dividends. Any such dividend or distribution shall be payable on shares of Voting Common Stock and Non-Voting Common Stock share and share alike; provided that in the case of dividends payable in shares of common stock of the Corporation, or options, warrants or rights to acquire shares of such common stock, or securities convertible into or exchangeable for shares of such common stock, the shares, options, warrants, rights or securities so payable shall be payable in shares of, or options, warrants or rights to acquire or securities convertible into or exchangeable for, common stock of the same class upon which the dividend or distribution is being paid.
3. Liquidation. In the event of any voluntary or involuntary liquidation, dissolution or winding up of the Corporation, all distributions on the common stock of the Corporation shall be payable to the holders of shares of Voting Common Stock and Non-Voting Common Stock share and share alike.
4. Conversion. No common stock of the Corporation of any class shall be convertible into common stock of the Corporation of any other class.
5. Fractional Shares. Issuance of fractional shares of the Corporation's Voting Common Stock and Non-Voting Common Stock is authorized, as set out in Section 607.0604, Florida Statutes.

Immediately prior to the effectiveness of the Amendment to the Articles of Incorporation pursuant to which this Article was adopted, the authorized capital stock of the Corporation was Five Thousand (5,000) shares of common stock, \$1.00 par value. 1,000 shares of common stock were issued and outstanding. Each share of common stock of the Corporation, \$1.00 par value, issued and outstanding immediately prior to the effectiveness of the amendment to the Articles of Incorporation pursuant to which this Article was adopted shall be converted into Voting Common Stock and Non-Voting Common Stock immediately upon the effectiveness of such amendment on the basis of .05 or 1/20 of one share of Voting Common Stock for each share of issued common stock held by the stockholder immediately prior thereto and .95 or 19/20 of one share of Non-Voting Common Stock for each share of common stock held by the stockholder immediately prior thereto.

The foregoing Amendments were adopted by the shareholders of the corporation by a vote of 1,000 shares for passage, and no shares against passage, on September 16, 2008. The

total number of shares presently issued and outstanding is 1,000 and this vote for passage was therefore unanimous.

RATTLESNAKE RANCH, INC.

  
By John C. Hipp  
Its President