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Carrie Ramos
6/4/13

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
SPANN & ASSOCIATES, INC.**

The undersigned, on behalf of SPANN & ASSOCIATES, INC. (the "Corporation"), Florida corporation, has executed these Amended and Restated Articles of Incorporation, as approved by the Board of Directors and the Shareholders of the Corporation in an action by written consent effective June 3, 2013 pursuant to Sections 607.0821 and 607.0704, *Florida Statutes*. The number of votes cast by the shareholders by written consent was sufficient for approval.

These Amended and Restated Articles amend and restate in their entirety the Corporation's Articles of Incorporation, as filed with the Florida Department of State on August 5, 1981 and as previously amended on April 16, 1984.

ARTICLE I - NAME/ADDRESS

The name of the Corporation is SPANN & ASSOCIATES, INC. The street address of the principal office and mailing address of the Corporation is 901 Spring Valley Road, Altamonte Spring, Florida 32714.

ARTICLE II - DURATION

The Corporation shall exist perpetually.

ARTICLE III - PURPOSE

The Corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, *Florida Statutes*.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of capital stock that the Corporation is authorized to issue and have outstanding at any one time is Two Thousand One Hundred Seventy Five (2,175) shares of Common Stock having a par value of One Dollar (\$1.00) per share.

ARTICLE V - REGISTERED OFFICE AND AGENT

The street address of the registered office of the Corporation is:

901 Spring Valley Road
Altamonte Springs, Florida 32714

The name of the registered agent of the Corporation at that address is:

James H. Spann

ARTICLE VI - BOARD OF DIRECTORS

A. The Corporation shall have the number of directors set forth in the Bylaws of the Corporation. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws, but shall never be less than one (1).

ARTICLE VII- BYLAWS

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

ARTICLE VIII - AMENDMENT

The 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.

Jun. 3. 2013 5:04PM Gray Robinson

No. 1324 P. 4
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IN WITNESS WHEREOF, the undersigned has executed these Amended and Restated
Articles of Incorporation effective as of this 3rd day of June, 2013.

SPANN & ASSOCIATES, INC.

By: 

Name: James H. Spann

Its: President