

Division of Corporations

F78817

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Florida Department of State
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Sandra B. Mortham, Secretary of State

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BASIC AMENDMENT
ST. JOHNS SERVICE COMPANY

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Amendment
11/17/98
DC



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 16, 1998

ST. JOHNS SERVICE COMPANY
200 N LAURA ST. 10TH FLOOR
P O BOX 52506
JACKSONVILLE, FL 32201-9506

SUBJECT: ST. JOHNS SERVICE COMPANY
REF: F78817

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.

Section 15.16(3), Florida Statutes, requires each document to contain in the lower left-hand corner of the first page the name, address, and telephone number of the preparer of the original and, if prepared by an attorney licensed in this state, the preparer's Florida Bar membership number.

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Darlene Connell
Corporate Specialist

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FAX AUDIT NO.:
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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION**

This is to certify, pursuant to Sections 607.181 and 607.187, Florida Statutes (1997), that:

1. The name of the corporation is **ST. JOHNS SERVICE COMPANY**.
2. The following is a true and complete copy of the Amendment to Article IV of the Articles of Incorporation:

ARTICLE IV- Capital Shares

The authorized capital stock of the Corporation shall be as follows:

(A) 50,000 shares of Class A Voting Common Stock having a par value of \$0.01;and

(B) 50,000 shares of Class B Non-Voting Common Stock having a par value of \$0.01.

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3. The date of adoption by the board of directors of a resolution approving the division of its shares and the elimination of all classes of preferred stock and its conversion into Class B Non-Voting Common Stock is October 28, 1998.

4. The classes or series and number of shares subject to the division and the number of shares into which the shares are to be divided are as follows:

<u>Class or Series</u>	<u>Number of Shares Before</u>	<u>Number of Shares After</u>
Class A Voting Common Stock	300	30,000
Class B Non-Voting Common Stock	300	30,000
Class of 8% Non-Cumulative Convertible Non-Voting Preferred Stock	300,000	-0-*
Class of 9% Non-Cumulative Non-Convertible Non-Voting Preferred Stock	300,000	-0-*

* (Converted into Class B Non-Voting Common Stock at an exchange ratio of .0134589)

This document prepared by:
John S. Duss, IV, Esq.
Florida Bar No. 104019
FORD, JETER, BOWLUS & DUSS, P.A.
10110 San Jose Boulevard
Jacksonville, Florida 32257
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5. At a special joint meeting of the directors and shareholders of ST. JOHNS SERVICE COMPANY, held at 200 North Laura Street, 10th Floor, Jacksonville, Florida 32202, on October 28, 1998, at which a quorum of each of the directors and shareholders of the corporation were duly represented, a motion providing for the foregoing Amendment to Article IV of the Articles of Incorporation of ST. JOHNS SERVICE COMPANY and was unanimously approved and adopted.

IN WITNESS WHEREOF, the undersigned officers of this corporation have executed these Articles of Amendment to its Articles of Incorporation this 28th day of October, 1998.

ST. JOHNS SERVICE COMPANY

By: [Signature]
Print Name: [G.W. Whitmire, Jr.]
Its President
Attest: Ann M. Winkler
Print Name: [Ann M. Winkler]
Its Secretary

STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 11th day of November, 1998, by G.W. Whitmire, Jr. and Ann M. Winkler, respectively, the President and Secretary of ST. JOHNS SERVICE COMPANY, a Florida corporation who are each personally known to me or who has produced _____ as identification.

Elaine H. Miller
Elaine H. Miller
(Printed Name of Notary)
Notary Public, State of Florida
My Commission Expires:



ELAINE H. MILLER
Notary Public, State of Florida
My Comm. expires Feb. 5, 1999
Comm. No. CC 437169

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