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**COR AMND/RESTATE/CORRECT OR O/D RESIGN  
HARDEN & ASSOCIATES, INC.**

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**ARTICLES OF AMENDMENT AND RESTATEMENT**  
*of the*  
**ARTICLES OF INCORPORATION**  
**OF**  
**HARDEN & ASSOCIATES, INC.**  
**Document Number: G07527**

Pursuant to the provisions of Section 607.1006, Florida Statutes, Harden & Associates, Inc., a Florida corporation (the "*Corporation*"), adopts the following Articles of Amendment and Restatement to amend and restate its Articles of Incorporation:


**FIRST:** The Amended and Restated Articles of Incorporation of the Corporation (the "*Amended and Restated Articles*") are set forth in **EXHIBIT A**.

**SECOND:** The Amended and Restated Articles were adopted effective as of December 31, 2019;

**THIRD:** The Amended and Restated Articles were adopted by the unanimous consent of the shareholders of the Corporation.

Signed effective as of the 31st day of December, 2019.

Harden & Associates, Inc.,  
a Florida corporation

By:   
M. C. Harden, III, Chief Executive Officer

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**EXHIBIT A**  
**AMENDED AND RESTATED**  
**ARTICLES OF INCORPORATION**  
*of*  
**HARDEN & ASSOCIATES, INC.**

**ARTICLE I**  
**NAME**

The name of the Corporation is Harden & Associates, Inc.

**ARTICLE II**  
**PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of the Corporation is located at 501 Riverside Avenue, Suite 1000, Jacksonville, Florida 32202.

**ARTICLE III**  
**PURPOSE; NATURE OF BUSINESS**

The Corporation's purpose shall be for any and all lawful business under the laws of the State of Florida and the United States of America, including, but not limited to, the following:

1. To manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer or otherwise dispose of, and to invest in, trade in, deal in and with, goods, wares, merchandise, real and personal property, and services of every class, kind and description, except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition.
2. To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks, and license, in the State of Florida and in all other states and countries.
3. To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate indebtedness as required.
4. To purchase the corporate assets of any other corporation and engage in the same or other character of business.

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5. To endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock, of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida or any other state or government, and while owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.
6. To become guarantor or surety for any other person, firm or Corporation for any purpose or transaction whatsoever.
7. To make gifts of its property or cash, either to charitable organizations or otherwise, when deemed in the interest of the Corporation.
8. To adopt such pension, profit sharing, stock option, and deferred compensation plans for officers, employees and directors and to grant such stock options to officers, employees, directors and others as the board of directors may deem to be in the interest of the Corporation.
9. To have and exercise all of the powers now or hereafter conferred upon corporations by the statutes and laws of the State of Florida.
10. All the foregoing in this Article II shall be construed as both objects and powers. The enumeration of specific powers and purposes is not intended to restrict or limit in any way the powers or purposes of this Corporation.

#### ARTICLE IV CAPITAL STOCK

(a) Authorized Shares. The total number of shares of stock that the Corporation may issue is 750,000 shares at \$0.001 par value per share. Each of the shares shall entitle the holder thereof to one (1) vote at any meeting of the shareholders. All or any part of the stock may be paid for in cash or in property at a fair valuation to be fixed by the Board of Directors at a meeting called for such purpose. All stock, when issued, shall be fully paid and nonassessable.

(b) Capital Stock. The capital of the Corporation shall be at least equal to the sum of the aggregate par value of all issued shares having par value plus such amounts as, from time to time, by resolution of the Board of Directors, may be transferred thereto.

(c) Corporate Liquidation and Dissolution. In the event of voluntary or involuntary liquidation, dissolution or winding up of the Corporation, the holders of record of the common stock shall be entitled to receive distribution, ratably, of the remaining assets of the Corporation.

(d) Preemptive Rights. Shareholders shall have no preemptive rights.

(e) Cumulative Voting. Cumulative voting shall not be permitted.

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(f) Restrictions on Transfer of Stock. The shareholders may, by bylaw provision or by a shareholders' agreement recorded in the Corporation's minute book, impose such restrictions on the sale, transfer, or encumbrance of the stock of the Corporation as they may see fit.

(g) Distributions. Distributions shall be made at the discretion of the Board of Directors, and pursuant to the terms set forth in the Bylaws of the Corporation.

#### ARTICLE IV DIRECTORS

(a) Number. The Corporation shall have at least one (1) director. The number of directors may be changed from time to time pursuant to the Bylaws adopted by the shareholders. Ownership of shares in the Corporation shall not be required to make any person eligible to become a director in the Corporation.

(b) Board of Directors. The name and address of the members of the Board of Directors of the Corporation shall be recorded and set forth in the records of the Corporation.

(c) Indemnification. The Board of Directors is specifically authorized to provide for indemnification of directors, officers, employees and agents to the fullest extent permitted by law.

#### ARTICLE V OFFICERS

Ownership of shares in the Corporation shall not be required to make any person eligible to hold office in the Corporation. The name and address of the officers of the Corporation are:

M.C. Harden, III	Chief Executive Officer
501 Riverside Avenue	
Suite 1000	
Jacksonville, Florida 32202	

Justin B. Terry	President
501 Riverside Avenue	
Suite 1000	
Jacksonville, Florida 32202	

Amanda G. Hodges	Secretary
501 Riverside Avenue	
Suite 1000	
Jacksonville, Florida 32202	

Dorothea E. Lynch	Treasurer
501 Riverside Avenue	
Suite 1000	
Jacksonville, Florida 32202	

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**ARTICLE VI  
BYLAWS**

The Bylaws of the Corporation shall be adopted by the Board of Directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the Board of Directors, but the Board of Directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the directors.

**ARTICLE VII  
AMENDMENT**

These Amended and Restated Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors proposed by them to the Shareholders, and approved at a Shareholders' meeting by a majority of the Shares entitled to vote thereon, unless all the directors and all the Shareholders sign a written statement manifesting their intention that a certain amendment of these Amended and Restated Articles of Incorporation be made.

**ARTICLE VII  
DURATION**

The Corporation shall exist perpetually. Corporate existence commenced on November 8, 1982.