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ROBERT S. HIGHTOWER
ATTORNEY AT LAW
241 EAST VIRGINIA STREET
POST OFFICE BOX 4165
TALLAHASSEE, FLORIDA 32315-4165

TELEPHONE (850) 222-3363
TELECOPIER (850) 222-0992
E-MAIL: rsh@hightowerlaw.com

FILED
98 SEP 10 PM 4:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

September 10, 1998

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

HAND DELIVER

Amend

300002636633--3
-09/11/98--01001--019
*****43.75 *****43.75

Re: **Blank, Rigsby & Meenan, P.A.**

To Whom it May Concern:

Enclosed is an original and one (1) copy of the Articles of Amendment to the Articles of Incorporation for Blank, Rigsby & Meenan, P.A., and a check in the amount of \$43.75 for the filing fee for the amendment and a copy of the certificate.

Please call us when these documents are ready and we will arrange to have a messenger pick them up.

Thank you for your cooperation in this matter.

Very truly yours,

Robert S. Hightower

Robert S. Hightower

RSH/clh
enclosure

cc: F. Philip Blank, Esq. (w/encl.) (Personal and confidential)

RECEIVED
8 SEP 10 PM 3:49
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

*Call when
Ready*

*Don
9/10/98*

BLANK, RIGSBY & MEENAN, P.A.
ARTICLES OF AMENDMENT TO THE
ARTICLES OF PROFESSIONAL ASSOCIATION

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006, Chapter 607 and Chapter 621 of the
Florida Statutes, the undersigned corporation adopts the following Articles of Amendment to its
Articles of Professional Association:

1. The name of the professional association is Blank, Rigsby & Meenan, P.A.
2. The following amendment of the Articles of Professional Association was adopted
by all of the stockholders of the professional association on the 8TH day of August,
1998, in the manner prescribed by the Florida General Corporation Act. The number of votes
cast by stockholders for this Amendment was sufficient for approval.

Article III of the Articles of Professional
Association is amended to read:

Article III

STOCK

The Corporation shall have three (3) classes of stock: Class "A" Common Stock; Class
"B" Common Stock and Class "C" Preferred Stock. Said classes of stock shall have the rights
and privileges as set forth below.

1. Class "A" Common Stock The maximum number of shares of Class "A"
Common Stock that the Corporation is authorized
to have outstanding at any time shall be five
hundred (500) shares of Class "A" Common Stock
having a par value of One Dollar (\$1.00) per share,
all of which stock shall be common stock. All Class
"A" Common Stock issued shall be fully paid and
nonassessable. Class "A" Common Stock shall be
voting stock, and the voting rights of such class of
stock are unlimited. The Class "A" Common Stock
may be paid dividends by the Corporation in such
amounts as are determined by the Board of

Directors.

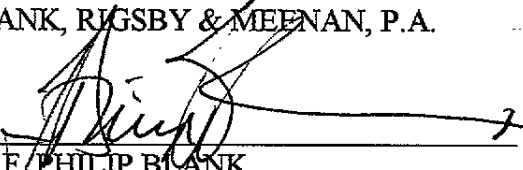
2. Class "B" Common Stock The maximum number of shares of Class "B" Common Stock that the Corporation is authorized to have outstanding at any time shall be five hundred (500) shares of Class "B" Common Stock having a par value of One Dollar (\$1.00) per share, all of which stock shall be common stock. All Class "B" Common Stock shall be fully paid and nonassessable. Holders of Class "B" Common Stock shall be entitled to vote only on the approval or disapproval of any corporate merger or consolidation, recapitalization, reclassification, liquidation, dissolution or sale of substantially all the assets of the corporation. The Class "B" Common Stock may be paid dividends by the Corporation in such amounts as are determined by the Board of Directors.
3. Class "C" Preferred Stock The maximum number of shares of Class "C" Common Stock that the Corporation is authorized to have outstanding at any time shall be one hundred (100) shares of Class "C" Common Stock having a par value of one cent (\$.01) per share, all of which stock shall be preferred stock. All Class "C" Preferred Stock shall be fully paid and nonassessable. Class "C" Preferred Stock shall be nonvoting stock. The Class "C" Preferred Stock may be paid dividends by the Corporation in such amounts as are determined by the Board of Directors. Upon dissolution or liquidation of the Corporation each share of Class "C" Preferred Stock shall be entitled to a liquidating distribution of \$100.00. The Class "C" Preferred Stock shall have no other rights to dividends or liquidating distributions from the Corporation other than as provided above.
4. Conversion of Shares All common stock of the Corporation authorized prior to the date of this amendment shall be converted to Class "A" Common Stock effective as of the date of this amendment.
5. Share Dividends The Corporation is authorized to issue shares of

Class "B" Common Stock and shares of Class "C"
Preferred Stock as share dividends on shares of
Class "A" Common Stock.

3. There are no voting groups entitled to vote separately on this amendment.

DATED this the 9 day of September, 1998.

BLANK, RIGSBY & MEENAN, P.A.

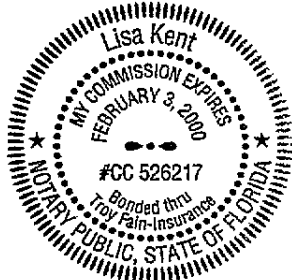
By: 

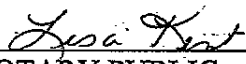
F. PHILIP BLANK

President and Secretary

STATE OF FLORIDA
COUNTY OF LEON

The foregoing instrument was acknowledged before me this 9 day of September,
1998, by F Philip Blank as President & Secretary for
Blank, R. Gsby & Meenan, who is personally known by me or produced the
following type of identification: N/A




NOTARY PUBLIC Lisa Kent
STATE OF FLORIDA
My Commission Expires: 2-3-2000