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SECRETARY OF STATE

Amended + Restated w/4c

TB / a xc/

Glen D. Wieland\*

Alfred J. Hilado\*

\*Board Certified in Workers' Compensation

Thomas DeLattre



790 N. Orange Avenue Post Office Box 944 Orlando, Florida 32802

Orlando (407) 841-7699 Brevard (321) 639-4777 Telefax (407) 841-2084

January 3, 2008

Department of State Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314

Dear Sir/Madam:

Enclosed please find our firm check in the amount of \$35.00 and an Amended Articles of Incorporation for Wieland & Hilado, P.A. tax identification #59-3527338. If you have any questions regarding this matter please do not hesitate to contact me.

Sincerely,

Claudia M. Moore

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Office Administrator

/cmm Enclosure

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Amended + Restated

ARTICLES OF INCORPORATION OF WIELAND, HILADO & DELATTRE, P.A.

f/k/a WIELAND & HILADO, P.A.

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The undersigned, GLEN D. WIELAND, President of WIELAND, HILADO DELATTRE, P.A., a professional service corporation for profit (the Corporation) for and on behalf of the corporation hereby executes these Amended Articles of Incorporation of the corporation.

# **ARTICLE I**

The name of the professional association is WIELAND & HILADO, P.A.

#### ARTICLE II

These Amended Articles of Incorporation were unanimously approved by the Shareholders and the Board of Directors of the corporation on OCTOBER 1, 2007.

#### **ARTICLE III**

The Articles affected by these Amended Articles of Incorporation are Article I, Name; Article II, Purpose; and Article VII, Board of Directors.

## ARTICLE IV

The effective date of these Amended Articles of Incorporation shall be upon the filing thereof with the Florida Department of State.

#### ARTICLE V

The Amended Articles of Incorporation shall state as follows:

# ARTICLE I

The name of the professional association is WIELAND, HILADO & DELATTRE, P.A.

# ARTICLE II

## <u>Purposes</u>

The general nature and purposes of the business to be transacted, promoted and carried on by the professional association are as follows:

a. To engage in every aspect in the practice of law and its fields of specializations, as are engaged in by GLEN D. WIELAND, ALFRED J. HILADO, AND THOMAS DELATTRE and any associates, assistants, or para-legals hired by them.

- b. To engage and render the professional services involved only through its officers, agents and employees who shall be attorneys, para-legals, assistants and other individuals in good standing and duly licensed or otherwise legally authorized with the State of Florida to render the same professional service as this professional association.
- c. To engage in no other business other than the rendition of the professional services specified herein.
- d. To do everything necessary and proper in accomplishing the purposes herein set forth and to do anything incidental thereto which is not forbidden under the laws of the State of Florida.

#### **ARTICLE III**

- a. The maximum number of stock that the professional association is authorized to have outstanding any time shall be 7,500 shares of common stock at one (\$0.01) per share per value.
- b. The consideration to be paid for each share shall be payable in lawful money or property, labor or services.
- c. Shares of the professional association's stock and certificates shall be issued only to lawyers in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional services as this professional association.

#### **ARTICLE IV**

# Effective Date of Incorporation and Duration

This professional association shall be deemed to have come into existence on the date these Articles are filed with the Secretary of State. The professional association shall have perpetual existence.

#### <u>ARTICLE V</u>

#### Registered Agent

The address of this professional association's initial registered office is 790 N. Orange Avenue, Orlando, Florida 32801 and the name of its initial registered agent at this address is Glen D. Wieland. The principal office of the corporation shall be at 790 N. Orange Avenue, Orlando, FL 32801.

#### **ARTICLE VI**

The name and address of the Incorporator(s) is/are as follows:

Glen D. Wieland 790 N. Orange Avenue Orlando, Florida 32801

#### ARTICLE VII

# **Board of Directors**

Glen D. Wieland 790 N. Orange Avenue Orlando, FL 32801 Alfred J. Hilado 790 N. Orange Avenue Orlando, FL 32801 Thomas DeLattre 790 N. Orange Avenue Orlando, FL 32801

### ARTICLE VIII

### Informal Shareholder Action

Any action of the Shareholders may be taken without a meeting if consent is writing setting forth the action so taken shall be signed by all the Shareholders entitled to vote upon such action at a meeting and filed with the Secretary of the professional association as part of the corporate records.

#### ARTICLE IX

#### Informal Director Action

If all of the Directors severally or collectively consent in writing to any action take or to be taken by the professional association, and the writing evidencing their consent are filed will be as valid as though it had been authorized at a meeting of the Board of Directors.

### **ARTICLE XI**

#### Indemnification

The professional association shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

#### ARTICLE XII

# Amendment of Bylaws

The power of adopt, alter, amend or repeal the bylaws of the professional association shall be vested in the Board of Directors and Stockholders provided that such amendment be in compliance with the laws of the State of Florida governing a Professional Service Corporation.

IN WITNESS WHEREOF, the	undersigned has	executed these	Amended	Articles	of
Incorporation in the State of Florida, this	9# day of	, October		, 2007.	
	Mul 1	1161	-		

Clen D. Wieland

# STATE OF FLORIDA COUNTY OF ORANGE

BEFORE ME, the undersigned authority, personally appeared **GLEN D. WIELAND** who is to me well known to be the person described in and who executed the foregoing Amended Articles of Incorporation as the Incorporator, and he acknowledged to and before me that he executed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal said County and State thisday of	at Orlando, Florida int he, 2007.				
Oludex M Notary Public	Model				
My Commission Expires:	Notary Public State of Florida Claudia M Moore				
	My Commission DD693875 Expires 08/09/2011				
The undersigned having been named to accept service of produced produced to accept service of pr					
professional association at the place designated in this document, I hereby accept act in this capacity					
and agree to comply with the provision of said Act relative to keeping open this office.					

Glen D. Wieland, Registered Agent