

HOLBROOK, AKEL, COLD, STIEFEL & RAY, P.A.

ATTORNEYS AT LAW

ONE INDEPENDENT DRIVE, SUITE 2301

JACKSONVILLE, FLORIDA 32202-5059

H. LEON HOLBROOK

EDWARD C. AKEL

KATHLEEN HOLBROOK COLD

DANIEL D. AKEL

H. LEON HOLBROOK, III

JOHN R. STIEFEL, JR.

THOMAS R. RAY

TELEPHONE

(904) 356-6311

FACSIMILE

(904) 356-7330

April 3, 1997

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Corporate Records Bureau  
Division of Corporations  
Department of State  
Post Office Box 6327  
Tallahassee, Florida 32314


Re: Amendment to Articles of Incorporation of  
Reciprocal Management, Inc.

Dear Sirs:

Enclosed are original and copy of Amendment to Articles of Incorporation of Reciprocal Management, Inc. Please file the original and return a stamped copy to me. Our check for \$35.00 is enclosed to cover the fees.

Thank you very much for your cooperation.

Sincerely yours,

  
H. LEON HOLBROOK

HLH/rh

Enclosure

cc: Mr. Fitzhugh K. Powell

*Oil*  
*Journal*  
*11/17*

SECOND AMENDMENT TO ARTICLES OF INCORPORATION  
OF  
RECIPROCAL MANAGEMENT, INC.  

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The Articles of Incorporation of Reciprocal Management, Inc. are hereby amended so that the first paragraph of Article IV shall hereafter read as follows:

"The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100,000 shares of Common Stock of  
par value of \$.01 per share.

The common stockholders of this corporation may enter into written agreements subjecting the disposition or transfer of all or any common stock in this corporation to reasonable restraints by sale, assignment, pledge, will, inter vivos gift, or any other method of transfer or encumbrances of said common stock."

This Amendment was adopted by the stockholders and directors on April 1, 1997.

The Amendment was approved by majority vote of the stockholders, which was sufficient for approval.

IN WITNESS WHEREOF, these Articles of Amendment have been executed on behalf of the corporation this 3rd day of April, 1997.

  
FITZHUGH K. POWELL, President