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> Office of the Secretary of State Division of Corporations Post Office Box 6327 Tallahassee, Florida 32314

RE: SUNSHINE COMPANIES, II, INC.

Dear Sir/Madam:

Enclosed, pertaining to the above, are the following documents:

- 1. Articles of Amendment to Articles of Incorporation of Sunshine Companies, II, Inc. (original and one copy); and
 - 2. Check in the amount of \$87.50 for filing fees,

It would be appreciated if you would file the original Articles of Amendment and return a certified copy to the undersigned at your first opportunity

Thank you for your attention to this matter.

Sincerely.

March 17, 1997

NICHOLAS G. SCHOMMER, P.A

NGS:dg

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF SUNSHINE COMPANIES, II, INC. f/k/a ROBERT P. MARCHEWKA, C.P.A., P.A.

Pursuant to the provisions of Section 607.1006, FI. Statutes, this corporation adopts the following Articles of Amendment to its Articles of Incorporation:

- 1. This corporation shall operate according to the Florida Business Corporation Act, Chapter 607, Florida Statutes, and as subsequently amended, thereby amending the Articles of Incorporation introductory paragraph of the Articles of Incorporation filed October 1, 1986.
- 2. Article III of the Articles of Incorporation is hereby amended to read as follows:

"Article III, Purposes: The purpose of this corporation is to engage in any activities or business permitted by Chapter 607, Florida Statutes, the laws of the United States and State of Florida."

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3. Article IX as contained in the original Articles is repealed and is hereby amended to read as follows:

"Article IX, Stock: The issuance of the shares of Stock, in accord with Article V of the Articles of Incorporation, shall conform with the conditions, terms and requirements of Chapter 607, and these articles, but otherwise there shall be no limitations upon the issuance of the authorized shares of stock of this corporation."

4. The foregoing amendments were adopted by the shareholders of this corporation on the 14th day of March, 1997, by a number of votes sufficient for approval.

IN WITNESS WHEREOF, the undersigned President and Secretary of this corporation have executed these Articles of Amendment this 14th day of March, 1997.

PRESIDENT FRED J. SANDLIN

SECRETARY ~ ROBERT A. GAINES

State of Florida County of Highlands

BEFORE ME, the undersigned authority, personally appeared FRED J. SANDLIN and ROBERT A. GAINES, known to me to be the persons who executed the foregoing

Articles of Amendment and they acknowledged before me that they executed those Articles of Amendment for the purpose therein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 14th day of 1997.

NOTARY PUBLIC:

State of Florida

My Commission Expires

(Seal)

