

**DALE, BALD & ALTES**

PROFESSIONAL ASSOCIATION  
ATTORNEYS AT LAW

HOWARD L. DALE  
WILLIAM A. BALD \*  
MICHAEL A. ALTES  
MICHAEL A. CANDETO  
RUSSELL H. SHOWALTER, JR.  
LEE F. MERCIER  
MARIANNE LLOYD  
JULIE SAIGO

\* ALSO ADMITTED IN GEORGIA

J51897

September 18, 1997

(904) 355-1155

200 WEST FORSYTH STREET, SUITE 1100  
JACKSONVILLE, FLORIDA 32202-4308

FACSIMILE (904) 355-1520  
E-MAIL: DaleBaldFL@aol.com

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

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-09/19/97--01009--003  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

Re: Dale, Bald & Altes, P.A.  
Document No. J51897  
Our File No. 9002-1

Ladies and Gentlemen:

Enclosed are an original and one executed copy of Articles of Amendment to Articles of Incorporation of Dale, Bald & Altes, P.A., changing the firm's corporate name to "Dale, Bald, Showalter & Mercier, P.A.," and this firm's check in the amount of \$87.50 made payable to "Secretary of State."

We would appreciate your filing the original copy of the Articles of Amendment in accordance with your usual procedure, and your returning to this office a certified copy of the Articles of Amendment.

Please contact the undersigned if you have any questions concerning the enclosed items. Thank you very much for your assistance.

Sincerely yours,

*Michael A. Candeto*

Michael A. Candeto

MAC:ns

Enclosures

57 SEP 19 11:2  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

APPROVED  
AND  
FILED

NC  
9-18-97  
6P8  
J51897  
#Cert Copy

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
DALE, BALD & ALTES, P.A.

(Document No. J51897)

Pursuant to Sections 607.1006 and 621.12, Florida Statutes (1995), DALE, BALD & ALTES, P.A., a Florida professional service corporation having its principal office in Jacksonville, Florida (hereinafter called the "Corporation"), hereby certifies as follows:

FIRST: The name of the Corporation is DALE, BALD & ALTES, P.A., a Florida professional service corporation.

SECOND: The shareholders and directors of the Corporation, acting pursuant to Sections 607.0704, 607.0706, 607.0821, 607.0823, 607.1003, 607.1004, 607.1006 and 621.12, Florida Statutes (1995), have executed a written consent dated September 18, 1997, a copy of which is attached hereto, authorizing amendment of the Articles of Incorporation of the Corporation in the manner provided by the Florida Professional Service Corporation and Limited Liability Company Act and the Florida Business Corporation Act, by deleting existing Article I in its entirety and inserting in lieu thereof the following:

"ARTICLE I

"Name

"The name of this professional corporation is: DALE, BALD, SHOWALTER & MERCIER, P.A."

97 SEP 18 5:11:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

APPROVED  
AND  
FILED

THIRD: The voting group entitled to vote on the foregoing amendment to the Articles of Incorporation of the Corporation comprises the holders of all common shares of the Corporation. The number of votes cast in favor of the foregoing amendment to the Articles of Incorporation was 100, being 100% of the 100 common shares eligible to vote. The number of votes cast for the foregoing amendment to the Articles of Incorporation by such voting group was sufficient for approval by such voting group.

FOURTH: The foregoing amendment to the Articles of Incorporation of the Corporation shall become effective upon the filing of these Articles of Amendment with the Secretary of State of the State of Florida.

IN WITNESS WHEREOF, Dale, Bald & Altes, P.A., has caused these Articles of Amendment to be executed in its corporate name by its President and attested by its Secretary this 18<sup>th</sup> day of September, 1997.

DALE, BALD & ALTES, P.A.,  
a Florida professional service corporation

By Howard L. Dale  
Howard L. Dale, President

Attest: William A. Bald  
William A. Bald, Secretary

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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APPROVED  
AND  
FILED

STATE OF FLORIDA  
COUNTY OF DUVAL

Before me, the undersigned authority, personally appeared Howard L. Dale, the President, and William A. Bald, the Secretary, of DALE, BALD & ALTES, P.A., a Florida professional service corporation, the officers described in and who executed and attested the foregoing Articles of Amendment, and they acknowledged that they executed and attested the same in such capacities for the purposes therein expressed, for and on behalf of said corporation.

Said individuals ☒ are personally known to me or ☐ have produced \_\_\_\_\_ as identification.

WITNESS my hand and official seal this 18<sup>th</sup> day of September, 1997.

Daphne L. Padgett

Notary Public, State of Florida at Large

Daphne L. Padgett

Name Printed or Typed

My commission expires:

[Notarial Seal]



DAAPHNE L. PADGETT  
My Commission CC388240  
Expires Apr. 18, 1998  
Bonded by HAI  
800-422-1558

**DALE, BALD & ALTES, P.A.**

**CONSENT TO ACTION BY DIRECTORS AND SHAREHOLDERS WITHOUT A  
MEETING PURSUANT TO SECTIONS 607.0704, 607.0706, 607.0821,  
607.0823, 607.1003, 607.1004 AND 607.1006 OF  
THE FLORIDA BUSINESS CORPORATION ACT  
AND SECTION 621.12 OF  
THE FLORIDA PROFESSIONAL SERVICE CORPORATION  
AND LIMITED LIABILITY COMPANY ACT**

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The undersigned, being all of the directors of DALE, BALD & ALTES, P.A., a Florida professional service corporation (the "Corporation"), and all of the holders of the outstanding shares of stock of the Corporation, acting pursuant to Sections 607.0704, 607.0706, 607.0821, 607.0823, 607.1003, 607.1004 and 607.1006, Florida Statutes (1995), part of the Florida Business Corporation Act, and pursuant to Section 621.12, Florida Statutes (1995), part of The Florida Professional Service Corporation and Limited Liability Company Act, do hereby consent to and adopt the following resolutions:

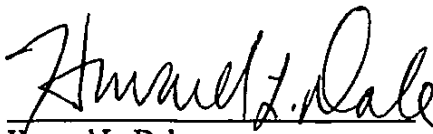
BE IT RESOLVED, that the Board of Directors of the Corporation proposes and recommends to the shareholders of the Corporation that Article I of the Articles of Incorporation of the Corporation be amended as soon as may be practicable to change the name of the Corporation to "Dale, Bald, Showalter & Mercier, P.A."; and

BE IT FURTHER RESOLVED, that the undersigned shareholders, being all of the shareholders of the Corporation, having considered such proposal and recommendation for the change in the name of the Corporation, hereby consent to and unanimously vote in favor of such name change and unanimously approve such proposal to change the name of the Corporation; and

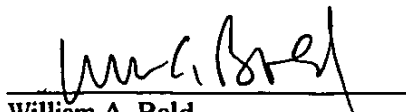
BE IT FURTHER RESOLVED, that the Board of Directors and the shareholders of the Corporation hereby waive the holding of a formal meeting to consider such name change and also waive the notice of and the statement of purpose for such a meeting required by Sections 607.0706 and 607.0823, Florida Statutes (1995); and

BE IT FURTHER RESOLVED, that Articles of Amendment of the Corporation in the form attached hereto be executed by the appropriate officers of the Corporation and filed with the Florida Secretary of State.

IN WITNESS WHEREOF, this Consent to Action has been executed on the 18<sup>th</sup> day of September, 1997, effective as of September 18, 1997.



Howard L. Dale  
Director and Shareholder



William A. Bald  
Director and Shareholder