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Division of Corporations  
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BASIC AMENDMENT

ALICE MARTIN, INC.

Certificate of Status	0
Certified Copy	0
Page Count	02
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AMEND  
8-3

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Corporate Filing

Public Access Help

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**ARTICLES OF AMENDMENT OF  
ALICE MARTIN, INC.**

**THE UNDERSIGNED, ALICE MARTIN, being the President and Secretary of ALICE MARTIN, INC., does hereby certify that the following Amendment to the Articles of Incorporation of ALICE MARTIN, INC., was approved by the Stockholder of said Corporation on the 3<sup>rd</sup> day of August, 2000, at a duly called meeting of the Stockholder and Director of the Corporation.**

The Articles of Incorporation of ALICE MARTIN, INC., are hereby amended as follows:

1. Article III is hereby deleted and the following is inserted in lieu thereof:

**ARTICLE III**

**CAPITAL STOCK**

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is 1,000 shares of common stock, of which 10 shall be voting and 990 shall be non-voting, all having a par value of \$.10 per share.

2. All amendments included herein were adopted August 3, 2000, pursuant to Section 607.1004, F.S., and there is no discrepancy between the Corporation's Articles of Incorporation as theretofore amended other than the inclusion of these amendments and the omission of matters of historical interest.

3. This Amendment has been approved by the consent of sole Shareholder of the Corporation who is entitled to vote the 3 day of August, 2000.

4. This Amendment shall be effective upon its filing with the Secretary of State, State of Florida.

IN WITNESS WHEREOF, the undersigned do hereunto set their hands this 3 day of August, 2000.

Alan S. Gassman, Esquire  
1245 Court Street, Suite 102  
Clearwater, FL 33756  
(727) 442-1200  
Florida Bar #: 371750

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TALLAHASSEE, FLORIDA

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By: *Alice Martin*  
ALICE MARTIN  
Its President

ATTEST: *Alice Martin*  
ALICE MARTIN  
Its Secretary

STATE OF FLORIDA )  
COUNTY OF PINELLAS )

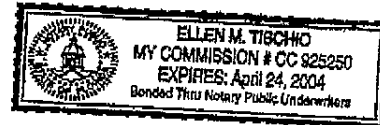
ON THIS 3 day of August, 2000, before me Ellen M. Tibcho (name of notary) the undersigned notary, personally appeared ALICE MARTIN, known to me, or who produced \_\_\_\_\_ as identification, and who did take an oath, to be the person whose name is subscribed to the above instrument, and being informed of the contents of said instrument, acknowledged that she voluntarily executed the same for the uses and purposes herein contained.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.

*Ellen M. Tibcho*  
Notary Public

My Commission Expires:

J:\AM\Martin, Alice\Recapitalization\Articles of Amendment 1.frm  
jfg 8-1-00



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