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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: WOLFF, HILL, MCFARLIN & HERRON, P.A.

DOCUMENT NUMBER: L39381

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

KENNETH D. HERRON, ESQ.

Name of Contact Person

WOLFF, HILL, MCFARLIN & HERRON, P.A.

Firm/ Company

1851 WEST COLONIAL DRIVE

Address

ORLANDO, FL 32804

City/ State and Zip Code

NIMC@RDCE@WUMH.COM

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

MAURIN MCARDLE

Name of Contact Person

at (407) 648-0058

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount made payable to the Florida Department of State:

☒ \$35 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☐ \$43.75 Filing Fee &
Certified Copy
(Additional copy is enclosed)

☐ \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy is enclosed)

Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
WOLFF, HILL, MCFARLIN & HERRON, P.A.
Document #L39381
A Florida for profit corporation**

FILED
2011 JUN 27 AM 9:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Florida Statute §607.1006, Wolff, Hill, McFarlin & Herron, P.A. (the "Corporation"), a Florida for profit corporation, hereby adopts the following amendment to its Articles of Incorporation:

"ARTICLE III-CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is ten thousand (10,000) shares of the common stock having a par value of One Dollar (\$1.00) per share."

ADOPTION OF AMENDMENT

All the directors of the Corporation approved a resolution amending Article III of the Articles of Incorporation by written consent on June 15, 2011, in accordance with the provisions of Florida Statute §607.0821, and all of the shareholders of the Corporation approved the resolution amending Article III of the Articles of Incorporation by written consent on June 15, 2011, in accordance with the provisions of Florida Statute §607.0704.

The effective date of the amendment to the Articles of Incorporation of the Corporation set forth herein will be as of the date of filing the Articles of Amendment to the Articles of Incorporation with the Secretary of State of the State of Florida.

Dated June 15, 2011

Wolff, Hill, McFarlin & Herron, P.A.

by: _____

Peter N. Hill, President

**WRITTEN CONSENT OF THE SHAREHOLDERS OF
WOLFF, HILL, MCFARLIN & HERRON, P.A.
TO ACTION IN LIEU OF A MEETING
OF THE SHAREHOLDERS OF WOLFF, HILL, MCFARLIN & HERRON, P.A.
PURSUANT TO FLORIDA STATUTES §607.0704**

The undersigned, being all the shareholders of Wolff, Hill, McFarlin & Herron, P.A., a Florida for profit corporation (hereinafter referred to as the "Corporation"), hereby consent to, authorize, adopt and approve the following corporate action and resolution by written consent in lieu of a meeting of the Board of Directors of the Corporation pursuant to Florida Statutes §607.0704:

RESOLVED, that Article III of the Articles of Incorporation of the Corporation be amended in the entirety to read as follows:

"ARTICLE III-CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is ten thousand (10,000) shares of the common stock having a par value of One Dollar (\$1.00) per share."

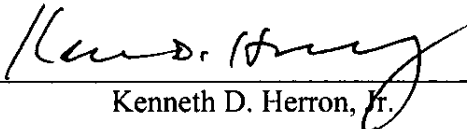
Dated the 15th day of June, 2011



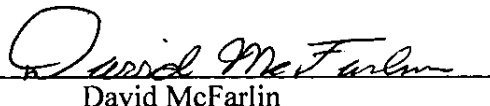
Peter N. Hill



Frank M. Wolff



Kenneth D. Herron, Jr.



David McFarlin

**WRITTEN CONSENT OF THE DIRECTORS OF
WOLFF, HILL, MCFARLIN & HERRON, P.A.
TO ACTION IN LIEU OF A MEETING
OF THE DIRECTORS OF WOLFF, HILL, MCFARLIN & HERRON, P.A.
PURSUANT TO FLORIDA STATUTES §607.0821**

The undersigned, being all the Directors of Wolff, Hill, McFarlin & Herron, P.A., a Florida for profit corporation (hereinafter referred to as the ("Corporation")), hereby consent to, authorize, adopt and approve the following corporation action and resolution by written consent in lieu of a meeting of the Board of Directors of the Corporation pursuant to Florida Statute §607.0821:

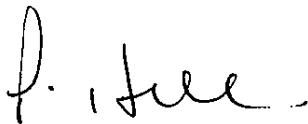
RESOLVED, that Article III of the Articles of Incorporation of the Corporation be amended in the entirety to read as follows:

"ARTICLE III-CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is ten thousand (10,000) shares of the common stock having a par value of One Dollar (\$1.00) per share."

FURTHER RESOLVED, that the Board of Directors hereby recommends that the shareholders of the Corporation adopt and approve the resolution amending Article III of the Articles of Incorporation.

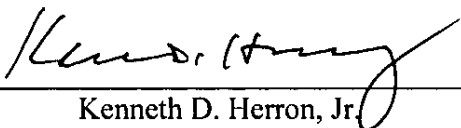
Dated the 15th day of June, 2011



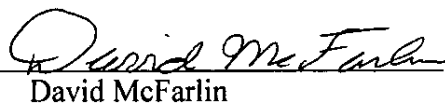
Peter N. Hill



Frank M. Wolff



Kenneth D. Herron, Jr.



David McFarlin