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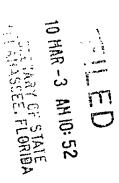
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Amended And Restated Art



TRANSMITTAL LETTER

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

42.75

DATE: March 2, 2010

SUBJECT: | Allied Veterans of the World, Inc: Affiliate 31/ Document # N07000001327 ∠ Allied Veterans of the World, Inc: Affiliate 32/ Document # N07000002451 3 Allied Veterans of the World, Inc.: Affiliate 33/ Document # N07000003496 4 Allied Veterans of the World, Inc.: Affiliate 34/ Document # N07000003495 S Allied Veterans of the World, Inc.: Affiliate 35/ Document # N07000004167 4 Allied Veterans of the World, Inc.: Affiliate 36/ Document # N07000004346 Allied Veterans of the World, Inc.: Affiliate 37/ Document # N07000004780 Allied Veterans of the World, Inc.: Affiliate 38/ Document # N07000004781 Allied Veterans of the World, Inc.: Affiliate 39/ Document # N07000005047 t b Allied Veterans of the World, Inc.: Affiliate 40/ Document # N0700005049 • Allied Veterans of the World, Inc.: Affiliate 41/ Document # N07000005297 ¹ 2 Allied Veterans of the World, Inc.: Affiliate 42/ Document # N07000005845 13 Allied Veterans of the World, Inc.: Affiliate 43/ Document # N07000005818 Allied Veterans of the World, Inc.: Affiliate 44/ Document # N07000005779 15 Allied Veterans of the World, Inc.: Affiliate 45/ Document # N07000006403 Li Allied Veterans of the World, Inc.: Affiliate 46/ Document # N07000006536 17 Allied Veterans of the World, Inc.: Affiliate 47/ Document # N07000007432) Allied Veterans of the World, Inc.: Affiliate 48/ Document # N07000006776 Allied Veterans of the World, Inc.: Affiliate 49/ Document # N07000006773 2. Allied Veterans of the World, Inc.: Affiliate 50/ Document # N07000006779 4 Allied Veterans of the World, Inc.: Affiliate 51/ Document # N07000006818 Allied Veterans of the World, Inc.: Affiliate 52/ Document # N07000007002 Allied Veterans of the World, Inc.: Affiliate 53/ Document # N07000008291 4 Allied Veterans of the World, Inc.: Affiliate 54/ Document # N07000008533 25 Allied Veterans of the World, Inc.: Affiliate 55/ Document # N07000009142 Allied Veterans of the World, Inc.: Affiliate 56/ Document # N07000008958 בה Allied Veterans of the World, Inc.: Affiliate 57/ Document # N07000010091 1 Allied Veterans of the World, Inc.: Affiliate 58/ Document # N08000001137 Allied Veterans of the World, Inc.: Affiliate 59/ Document # N08000004449 3t Allied Veterans of the World, Inc.: Affiliate 60/ Document # N08000008699 Allied Veterans of the World, Inc.: Affiliate 61/ Document # N08000009312 ⇒ _Allied Veterans of the World, Inc.: Affiliate 62/ Document # N08000009303 Allied Veterans of the World, Inc.: Affiliate 63/ Document # N08000009427 54 Allied Veterans of the World, Inc.: Affiliate 64/ Document # N08000009429 35 Allied Veterans of the World, Inc.: Affiliate 65/ Document # N08000009396 Allied Veterans of the World, Inc.: Affiliate 66/ Document # N08000010676
Allied Veterans of the World, Inc.: Affiliate 67/ Document # N08000010668
Allied Veterans of the World, Inc.: Affiliate 68/ Document # N08000010669
Allied Veterans of the World, Inc.: Affiliate 69/ Document # N08000010634
Allied Veterans of the World, Inc.: Affiliate 70/ Document # N08000011366
Allied Veterans of the World, Inc.: Affiliate 71/ Document # N0900000033
Allied Veterans of the World, Inc.: Affiliate 72/ Document # N09000001951
Allied Veterans of the World, Inc.: Affiliate 73/ Document # N09000001952
Allied Veterans of the World, Inc.: Affiliate 74/ Document # N09000001953
Allied Veterans of the World, Inc.: Affiliate 75/ Document # N09000001954
Allied Veterans of the World, Inc.: Affiliate 76/ Document # N09000001955

FROM:

Laurie M. Lee, Esq.

MATHIS & MURPHY PA

1200 Riverplace Boulevard, Suite 902

Jacksonville, FL 32207

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

llee@mathislaw.net

Enclosed for filing are an original and one (1) copy of the Amended and Restated Articles of Incorporation of each of the above corporations, together with our firm check on the amount of \$2,012.50 for the filing and certified copy fees.

Please return the Certified Copies and all future correspondence concerning this matter to Laurie M. Lee, Esq. at the above address. For questions and further information concerning this matter, please call Beth Kirwan at (904) 396-5500. Thank you.

AMENDED AND RESTATED ARTICLES OF INCORPORATION OF

ALLIED VETERANS OF THE WORLD, INC.: AFFILIATE 39

These Amended and Restated Articles of Incorporation are meant to consolidate and clarify the corporation's prior Articles of Incorporation including any amendments. These Amended and Restated Articles of Incorporation shall completely replace all prior Articles of Incorporation and/or Articles of Amendment filed by the corporation prior to the date of the filing of these Amended and Restated Articles of Incorporation.

ARTICLE I

The name of the Corporation is:

Allied Veterans of the World, Inc.: Affiliate 39

ARTICLE II

The effective date of this corporation shall be: May 16, 2007



ARTICLE III

The street address of the principal office of the Corporation is:

1965 State Road 16 St. Augustine, FL 32084

ARTICLE IV

The mailing address of the office of this Corporation is:

1965 State Road 16 St. Augustine, FL 32084

ARTICLE V

The not for profit corporation is authorized to issue 1,000 membership units.

ARTICLE VI

The specific purpose for which this corporation is organized is:

Any and all lawful purpose or purposes not inconsistent with Section 617.0301, Florida Statutes.

ARTICLE VII

The initial street address of the Corporation's registered office is:

1200 Riverplace Boulevard, Suite 902 Jacksonville, FL 32207

The initial registered agent for the Corporation at that address is:

Kelly B. Mathis, Esquire

ARTICLE VIII

The initial directors identified in the Articles of Incorporation will serve a one year term unless removed by Member(s). If alternative directors are not appointed and/or elected by the Member(s) after one year, the initial directors will remain in their position for an additional one year term. The manner in which the directors are to be elected or appointed will be stated in the bylaws.

ARTICLE IX

The corporation shall be subject to the bylaws of Allied Veterans of the World, Inc. & Affiliates.

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for ALLIED VETERANS OF THE WORLD, INC.: AFFILIATE 39 at the place designated in these Amended and Restated Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position.

Kelly B. Mathis, Esquire

Registered Agent

February 1, 2010

Date

CERTIFICATE

The undersigned, being a director and the President of this corporation, certifies that these Amended and Restated Articles of Incorporation were approved by the members of the Corporation on February 1, 2010 and the number of votes cast for the amendment was sufficient for approval. These duly adopted Amended and Restated Articles of Incorporation supersede the original Articles of Incorporation and all amendments to them.

IN WITNESS WHEREOF, the undersigned has duly executed these Amended and Restated Articles of Incorporation as of February 1, 2010.

Jerry Bass, Director and President