

PEEK, COBB, EDWARDS & ASHTON

PROFESSIONAL ASSOCIATION  
ATTORNEYS AND COUNSELORS AT LAW  
1301 RIVERPLACE BOULEVARD, SUITE 1609  
JACKSONVILLE, FLORIDA 32207

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JAMES E. COBB  
THOMAS H. EDWARDS, JR.  
DAVID H. PEEK  
EUGENE S. PEEK III  
WILLIAM J. SCOTT  
JOEL B. TOMMEY

POD DDDDDDD 02332

January 1, 2000

Via Federal Express

Department of State  
Division of Corporations  
409 East Gaines Street  
George Firestone Building  
Tallahassee, Florida 32301

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-01/11/00--01046--002  
\*\*\*\*43.75 \*\*\*\*43.75

Re: Bradshaw, Finch & Ellis, P.A.  
Bradshaw & Associates of Ocala, Inc.

Dear Madam/Sir:

Enclosed please find Articles of Amendment to Articles of Incorporation of Bradshaw, Finch & Ellis, P.A., changing the name to Bradshaw & Bradshaw, P.A., together with our check in the amount of \$43.75 is enclosed for the filing fees and returning certified copies of the documents to me.

Also enclosed please find Articles of Amendment to Articles of Incorporation of Bradshaw & Associates of Ocala, Inc., changing the name to Bradshaw, Finch & Ellis, P.A., together with our check in the amount of \$43.75 is enclosed for the filing fees and returning certified copies of the documents to me.

If you have any questions, please don't hesitate to contact me.

Very truly yours,

*David H. Peek*  
David H. Peek

DHP/bkb  
Enclosures  
346301/106735

cc: D. Robert Bradshaw, Esquire

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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awberry*



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

January 20, 2000

PEEK, COBB, EDWARDS & ASHTON  
% DAVID PEEK  
1301 RIVERPLACE BLVD., SUITE 1609  
JACKSONVILLE, FL 32207

SUBJECT: BRADSHAW & ASSOCIATES, INC. OF OCALA  
Ref. Number: P00000002332

We have received your document for BRADSHAW & ASSOCIATES, INC. OF OCALA and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

When changing the name of a corporation filed pursuant to chapter 607, Florida Statutes, to that of a professional service corporation filed pursuant to chapter 621, Florida Statutes, the nature of business must also be added or changed to specifically indicate what type of professional service the corporation will be rendering.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6916.

Carol Mustain  
Corporate Specialist

Letter Number: 400A00002776

AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
BRADSHAW & ASSOCIATES, INC. OF OCALA

Pursuant to the provisions of Section 607.1007 of the Florida Business Corporation Act, the undersigned corporation, pursuant to a Resolution duly adopted by its Board of Directors, hereby adopts the following restated Articles of Incorporation:

**ARTICLE I**

NAME AND PLACE OF BUSINESS

Name and Place of Business. The name of this corporation is **BRADSHAW, FINCH & ELLIS, P.A.**, with its principal place of business at 2107 SE 3rd Avenue, Ocala, Florida, 34471.

**ARTICLE II**

DURATION

This corporation shall exist perpetually.

**ARTICLE III**

PURPOSE AND NATURE OF BUSINESS

The purpose for which this corporation is organized and the general nature of the business to be transacted by this corporation is to engage in every phase and aspect of the business of rendering to the public through this corporation's officers, employees and agents who are duly licensed or otherwise legally authorized under the laws of the State of Florida to practice law, the same professional services that an attorney duly licensed under the laws of the State of Florida is authorized to render; provided, however, nothing in these Articles

**FILED**  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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of Incorporation shall be interpreted to prohibit this corporation from investing its funds in real estate, mortgages, stocks, bonds or any other type of investments, or from owning real and personal property necessary for the rendering of such professional services.

#### ARTICLE IV

##### CAPITAL STOCK

(a) Authorized Capital. The authorized capital stock of this corporation shall consist of 100,000 shares of common stock having a par value of \$.01 per share.

(b) Limitation on Issuance. None of the shares of capital stock of this corporation may be issued to anyone other than an individual duly licensed or otherwise legally authorized to practice law in the State of Florida.

#### ARTICLE V

##### DIRECTORS

(a) Number. This corporation shall have 2 directors. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one.

(b) Compensation. The Board of Directors is hereby specifically authorized to make provision for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any director of this corporation may also serve this corporation in any other capacity and receive compensation therefor in any form.

(c) Indemnification. The Board of Directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

**ARTICLE VI**

**RESTRAINT ON ALIENATION OF SHARES**

No shareholder of this corporation may sell, hypothecate or otherwise transfer his shares except to another individual who is eligible to be a shareholder of this corporation.

**ARTICLE VII**

**BYLAWS**

The initial bylaws of this corporation shall be adopted by the directors. Bylaws shall thereafter be adopted, altered, amended or repealed from time to time by either the shareholders or the directors, but the directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the directors.

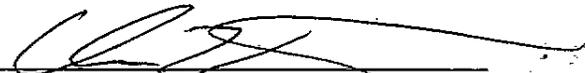
**ARTICLE VIII**

**AMENDMENT**

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

The foregoing Restated Articles of Incorporation restate and integrate and do not further amend the provisions of the corporation's Articles of Incorporation as theretofore amended, and there is no discrepancy between those provisions and the provisions of the Restated Articles of Incorporation.

BRADSHAW & ASSOCIATES, INC.  
OF OCALA

By: 

Dennis Finch, as President

STATE OF FLORIDA  
COUNTY OF MARION

The foregoing instrument was acknowledged before me this 7<sup>th</sup> day of February, 2000, by DENNIS FINCH, President of BRADSHAW & ASSOCIATES, INC. OF OCEALA, who is either personally known to me or produced the identification described below and who did not take an oath.

(SEAL)

My Commission Expires:



TARA J. THORNTON  
COMMISSION # CC738804  
EXPIRES MAY 03, 2002  
BONDED THROUGH  
ADVANTAGE NOTARY OF FLORIDA

346301/107615

Tara J. Thornton

Print: Tara J. Thornton  
Notary Public, State and County  
Aforesaid.  
Commission No. CC738804

\_\_\_\_\_  
Type of Identification

CERTIFICATE

It is hereby certified that: The Board of Directors of BRADSHAW & ASSOCIATES, INC. OF OCALA and those amendments to the articles appearing in the Restated Articles do not require the approval of the shareholders.

IN WITNESS WHEREOF, this Certificate has been executed this 7<sup>th</sup> day of February, 2000.

BRADSHAW & ASSOCIATES, INC.  
OF OCALA

By: [Signature]  
Dennis Finch, as President

STATE OF FLORIDA  
COUNTY OF MARION

The foregoing instrument was acknowledged before me this 7<sup>th</sup> day of February, 2000, by DENNIS FINCH, President of BRADSHAW & ASSOCIATES, INC. OF OCALA, who is either personally known to me or produced the identification described below and who did not take an oath.

(SEAL)

My Commission Expires:



TARA J. THORNTON  
COMMISSION # CC738804  
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ADVANTAGE NOTARY OF FLORIDA

Sara J. Thornton

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