

P00000054716

Comworxx, Inc.
1819 Main Street
11th Floor
Sarasota, Florida 34236
(941) 365-7790/(941) 365-1204 (fax)

January 19, 2001

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

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-01/22/01--01068--010
*****43.75 *****43.75

RE: Comworxx, Inc.
Document Number P00000054716

To Whom It May Concern:

Enclosed are the Articles of Amendment to the Articles of Incorporation for Comworxx, Inc., along with a check in the amount of \$43.75 to cover all fees, including certified copies of the Articles.

If you require any further information, please contact me at the above phone or fax.

Yours truly,



Donald R. Mastropietro
Corporate Secretary

Encls.

FILED
01 JAN 22 AM 10:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T BROWN JAN 24 2001

Amend

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
COMWORXX, INC.**

FILED
01 JAN 22 AM 10:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Article VIII shall be deleted and replaced in its entirety with the following:

“ARTICLE IX - INDEMNIFICATION

The Corporation shall indemnify and advance expenses to, and may purchase and maintain insurance on behalf of, its officers and directors to the fullest extent permitted by law as now or hereafter in effect. Without limiting the generality of the foregoing, the Corporation's By-laws (the “By-laws”) may provide for indemnification and advancement of expenses to officers, directors, employees and agents on such terms and conditions as the Board of Directors may from time to time deem appropriate or advisable.”

SECOND: There shall be added a new Article IX as follows:

ARTICLE IX - LIMITATION ON DIRECTOR LIABILITY

A director shall not be personally liable to the Corporation or the holders of shares of capital stock for monetary damages for breach of fiduciary duty as a director, except (i) for any breach of the duty of loyalty of such director to the Corporation or such holders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) under Section 607.0831 of the Florida Business Company Act (the “FBCA”), or (iv) for any transaction from which such director derives an improper personal benefit. This Article VI shall be read to authorize the limitation of liability to the fullest extent permitted under Florida law. If the FBCA is hereafter amended to authorize the further or broader elimination or limitation of the personal liability of directors, then the liability of a director of the Corporation shall be eliminated or limited to the fullest extent permitted by the FBCA, as so amended. No repeal or modification of this Article IX shall adversely affect any right of or protection afforded to a director of the Corporation existing immediately prior to such repeal or modification.

THIRD: The date of each amendment's adoption: December 20, 2000

FOURTH: Adoption of Amendment(s) (CHECK ONE):

☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups.
The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient
for approval by _____."
voting group

☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 20th day of December, 2000.

Signature:



Michael P. Jonas

Typed or printed name

President

Title