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CLERK OF STATE  
TALLAHASSEE, FLORIDA

Rs 9/14/04  
Amend



**Clayton & McCulloh**  
ATTORNEYS AT LAW

Attorneys:

Kenneth M. Clayton  
Neal McCulloh

Russell E. Klemm

Kevin S. Cannon  
Cheyenne R. Young

August 26, 2004

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

**RE: *Articles of Amendment To Articles Of Incorporation Of Clayton Realty Management Group, Inc.***

Dear Sir/Madam:

Enclosed for filing is the following duly executed document:


Articles of Amendment to Articles of Incorporation of Clayton Realty Management Group, Inc.

Also enclosed is our firm's check payable to your order in the amount of \$35.00 to cover your cost of filing the same. Once the documents have been filed, kindly return them to this office in the enclosed self-addressed envelope which is provided for your convenience.

In the meantime, if you have any questions or comments, please call me.

Sincerely,

CLAYTON & MCCULLOH

  
Brian S. Hess, Esq.

enclosures

Web Site: [www.clayton-mcculloh.com](http://www.clayton-mcculloh.com)

Long Distance Toll Free: (888) 793-1486

Please Address Correspondence To: Main Office

**Brevard County Branch Office:**  
Indian Harbour Beach Professional Plaza  
2040 S. R. A1A, Suite 201  
Indian Harbour Beach, FL 32937  
Tel: (321) 777-0866  
Fax: (321) 773-9681

**Main Office:**  
The Clayton & McCulloh Building  
1065 Maitland Center Commons Blvd.  
Maitland, FL 32751  
Tel: (407) 875-2655  
Fax: (407) 875-3363

**Volusia County Branch Office:**  
The Charles Tindall Building  
406 North Wild Olive Avenue  
Daytona Beach, FL 32118  
Tel: (386) 947-9996  
Fax: (386) 255-6148

**ARTICLES OF AMENDMENT**  
**TO ARTICLES OF INCORPORATION OF**  
**CLAYTON REALTY MANAGEMENT GROUP, INC.**

Pursuant to the provisions of Section 607.1006, *Florida Statutes*, Clayton Realty Management Group, Inc., adopts the following Articles of Amendment to its Articles of Incorporation.

**FIRST:        Amendments adopted:**

Articles IV, V, VI, and VII of the Articles of Incorporation of Clayton Realty Management Group, Inc., are hereby amended as follows (note that additions are indicated by underlining and deletions are indicated by ~~strikeouts~~):

**ARTICLE IV**  
**PRINCIPAL OFFICE**

The address of the Principal Office of the corporation is ~~611 Wymore Road, Winter Park, Florida 32789~~ 5405 Diplomat Circle, Suite 100, Orlando, Florida 32810. The location of the Principal Office shall be subject to change as may be provided in bylaws duly adopted by the Corporation.

**ARTICLE V**  
**MAILING ADDRESS**

The mailing address of the corporation is ~~611 Wymore Road, Winter Park, Florida 32789~~ 5405 Diplomat Circle, Suite 100, Orlando, Florida 32810.

**ARTICLE VI**  
**INITIAL REGISTERED OFFICE AND AGENT**

The address of the ~~initial~~ Registered Office of the corporation is ~~315 East Robinson Street, Suite 600, Orlando, FL 32801~~ 1065 Maitland Center Commons Blvd., Maitland, Florida 32751 and the Registered Agent at such address is ~~William R. Lowman, Jr.~~ Kenneth M. Clayton.

**ARTICLE VII**  
**INITIAL BOARD OF DIRECTORS**

The number of Directors constituting the initial Board of Directors of the corporation is two (2). The number of Directors may be increased or decreased from time to time, but in no event shall the number of Directors be less than one (1). The names and addresses of the persons who are to serve as ~~initial~~ Directors ~~until the first annual meeting of the shareholders of the corporation or until successor Directors are elected and shall qualify~~ are as follows:

Charles W. Clayton, III

**FILED**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

611 Wymore Rd.  
Winter Park, FL 32789 W. Malcolm Clayton  
5405 Diplomat Circle, Suite 100  
Orlando, Florida 32810

Mark A. Clayton  
611 Wymore Rd.  
Winter Park, FL 32789 5405 Diplomat Circle, Suite 100  
Orlando, Florida 32810

Brantly W. Clayton  
5405 Diplomat Circle, Suite 100  
Orlando, Florida 32810

Kenneth M. Clayton  
1065 Maitland Center Commons Blvd.  
Maitland, Florida 32751

Craig H. Clayton  
3200 Lake Shore Drive  
Orlando, Florida 32803

Carol C. Sealy  
2600 Norfolk Road  
Orlando, Florida 32803

Mary C. Warren  
3049 Valencia Terrace  
Charlotte, North Carolina 28211

**SECOND:    The date of adoption of the Amendments was August 26, 2004.**

**THIRD:      Adoption of Amendments**

In accordance with Section 607.1003, *Florida Statutes*, the Board of Directors recommended passage of the Amendments. Proper notice of the Special Meeting wherein the Amendments were approved was provided in accordance with the Bylaws of the corporation and Section 607.0705, *Florida Statutes*.

The shareholders of the corporation were entitled to vote on the Amendments. The shareholders of the corporation duly adopted the Amendments in accordance with the above-stated provisions. The number of votes cast for the Amendments was sufficient for approval.

IN WITNESS HEREOF, Clayton Realty Management Group, Inc., has caused these presents to be executed in its name, this 26<sup>th</sup> day of August, 2004.

Signed, sealed and delivered  
in the presence of:

*Brian S. Hess*  
(Sign)

Brian S. Hess  
(Print)

*Linda S. Dodge*  
(Sign)

Linda S. Dodge  
(Print)

CLAYTON REALTY MANAGEMENT GROUP, INC.

By: *W. Malcolm Clayton, President*  
W. MALCOLM CLAYTON, President  
Clayton Realty Management Group, Inc.

Attest: *Mark A. Clayton*  
MARK A. CLAYTON, Vice President  
Clayton Realty Management Group, Inc.

STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing Articles of Amendment to Articles of Incorporation of Clayton Realty Management Group, Inc., was acknowledged before me this 26th day of August, 2004 by **W. Malcolm Clayton**, as President of Clayton Realty Management Group, Inc., a Florida corporation, on behalf of the corporation.

NOTARY PUBLIC

*Judy D Owen*  
State of Florida, At Large



Judy D Owen  
My Commission DD314811  
Expires July 21 2008

PERSONALLY KNOWN ✓  
OR PRODUCED IDENTIFICATION \_\_\_\_\_  
TYPE OF IDENTIFICATION PRODUCED \_\_\_\_\_

STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing Articles of Amendment to Articles of Incorporation of Clayton Realty Management Group, Inc., was acknowledged before me this 26th day of August, 2004 by **Mark A. Clayton**, as Vice President of Clayton Realty Management Group, Inc., a Florida corporation, on behalf of the corporation.

NOTARY PUBLIC

*Judy D Owen*  
State of Florida, At Large



Judy D Owen  
My Commission DD314611  
Expires July 21 2008

PERSONALLY KNOWN ☒

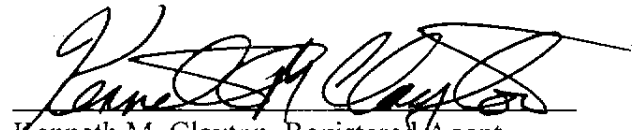
OR PRODUCED IDENTIFICATION ☐

TYPE OF IDENTIFICATION PRODUCED \_\_\_\_\_

**ACCEPTANCE OF APPOINTMENT BY REGISTERED AGENT**

**THE UNDERSIGNED**, an individual resident of the State of Florida, having been named in Article V of the foregoing Articles of Amendment to Articles of Incorporation of Clayton Realty Management Group, Inc. as Registered Agent at the office designated therein, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that he is familiar with, and hereby accepts, the obligations set forth in Section 607.0505, Florida Statutes, and the undersigned will further comply with any other provisions of law made applicable to him as Registered Agent of the corporation.

**DATED**, this the 26th day of August, 2004.

  
Kenneth M. Clayton, Registered Agent  
1065 Maitland Center Commons Blvd.  
Maitland, Florida 32751  
(407) 875-2655