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LAVAFLOW, INC.

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DIVISION OF CORPORATION



## RESUBMIT

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December 19, 2008

FLORIDA DEPARTMENT OF STATE
Division of Corporations

LAVAFLOW, INC. 3800 CITIGROUP CENTER MAIL STOP C2-5 CLEARWATER, FL 33610

SUBJECT: LAVAFLOW, INC.

REF: P02000005894

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Please entitle your document Restated Articles of Incorporation.

If you have any questions concerning this matter, please either respond in writing or call (850) 245-6964.

Trene Albritton
Regulatory Specialist II

Letter Number: 308A00060996

## RESTATED ARTICLES OF INCORPORATION of LavaFlow, Inc.

To the Department of State State of Florida

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Pursuant to the provisions of the Florida Business Corporation Act, the corporation hereinafter named (the "Corporation") does hereby smend and restate its Articles of Incorporation as heretofore amended.

It is hereby certified that:

- 1. The name of the Corporation is LavaFlow, Inc.
- 2. The text of the Restated Articles of Incorporation of the Corporation, as further amended hereby, is annexed hereto and made a part hereof.
- 3. The annexed restatement (Restated Articles of Incorporation) contains amendments to the Articles of Incorporation of the corporation requiring shareholder approval.
- 4. Provisions (a) and (b) are added to Article Fourth of the Articles of Incorporation of the Corporation so as henceforth to read as set forth below and in the Restated Articles of Incorporation annexed hereto and made a part hereof.
- "(1) Pursuant to Rule 313, 22 of the New York Stock Exchange, Inc. (NYSE), the Corporation is authorized to redeem or convert to a fixed income security acceptable to the NYSE for all or any part of the outstanding shares of voting stock of the Corporation owned by any person required to be approved by the Board of Directors of the Exchange as a member, allied member or approved person who fails or ceases to be so approved as may be necessary to reduce such party's ownership of voting stock in the Corporation below that level which enables such party to exercise controlling influence over the management or policies of the Corporation."
- "(2) Pursuant to Rule 313,23 of NYSE, no dividend shall be declared or paid which shall impair the capital of the Corporation nor shall any distribution of assets be made to any stockholder unless the value of the assets of the Corporation remaining after such payment or distribution is at least equal to the aggregate of its debts and liabilities, including capital."
  - 5. The date of adoption of the aforesaid was December 18, 2008.
- 6. Only one voting group of shareholders was entitled to vote on the said amendment and restatement.
- 7. The number of votes cast for the said amendment and restauement by the said voting group of shareholders was sufficient for the approval thereof.

ON SECULOR SPATIONS ON THE CONTROL OF SPATIONS

8. The effective time and date of these Articles of Restatement shall be on December 18 2008.

Executed on

December 18, 2008

LavaFlow, Inc.

By:

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Name of officer. Title of officer:

Assistant Secretary

# Restated Certificate of Incorporation of LavaFlow, Inc.

FIRST: The name of the Corporation is LavaFlow, Inc. (the "Corporation").

SECOND: The registered office of the Corporation is located at 1203 Governor's Square Blvd., Suite 101, Tallahassee, FL 32301, and the name of the registered agent at such address is CT Corporation System.

THIRD: The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Florida (the "Act").

FOURTH: The total number of shares that the Corporation shall have the authority to issue is 1000 shares of common stock with a par value of \$.01 per share.

- (a) Pursuant to Rule 313. 22 of the New York Stock Exchange, Inc. ("NYSE"), the Corporation is authorized to redeem or convert to a fixed income security acceptable to the NYSE for all or any part of the outstanding shares of voting stock of the Corporation owned by any person required to be approved by the Board of Directors of the Exchange as a member, allied member or approved person who fails or ceases to be so approved as may be necessary to reduce such party's ownership of voting stock in the Corporation below that level which enables such party to exercise controlling influence over the management or policies of the Corporation.
- (b) Pursuant to Rule 313.23 of NYSE, no dividend shall be declared or paid which shall impair the capital of the Corporation nor shall any distribution of assets be made to any stockholder unless the value of the assets of the Corporation remaining after such payment or distribution is at least equal to the aggregate of its debts and liabilities, including capital.

FIFTH: The number of directors of the Corporation shall be two (2). The number of directors may be either increased or decreased from time to time by an amendment of the Bylaws of the Corporation in the manner provided by law. There shall never be less than one (1) director.

SIXTH: A director of the Corporation shall not be personally liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty as a director, except for liability (i) for any breach of the director's duty of loyalty to the Corporation or its stockholders; (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of the law; (iii) redemptions;, or (iv) for any transaction from which the director derived an improper personal benefit.

SEVENTH: In furtherance, and not in limitation of, the powers conferred by statute, the Board of Directors is expressly authorized to adopt, amend or repeal the By-laws of the Corporation.

EIGHTH: The Corporation reserves the right to amend, alter, change, add to or repeal any provision contained in this Certificate of Incorporation in the manner now or hereafter prescribed by statute, and all rights herein conferred are granted subject to this reservation.

NINTH: The term of this Corporation is perpetual unless dissolved according to law.

This Restated Certificate of Incorporation and the amendments and restatement effected hereby have been duly adopted in accordance with Section 607.1006 of Florida Business Corporation

IN WITNESS WHEREOF, the Corporation has caused this instrument to be signed in its name.

LavaFlow, Inc.

By: Rachel Stine