

PO2 000017530

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October 2, 2002

Corporate Records  
Florida Department of State  
P. O. Box 6327  
Tallahassee, FL 32314

300008233903-4  
-10/07/02--01045--004  
\*\*\*\*\*48.75 \*\*\*\*\*48.75

FILED  
02 OCT -7 PM 1:57  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

**RE: Amendment to Articles of Incorporation  
TouchWood Associates, Inc.**

Dear Corporate Specialist:

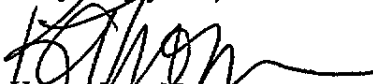
Enclosed are two duplicate originals of the subject Amendment to Articles of Incorporation. Upon filing, please return one certified duplicate original of the Amendment to Articles to the undersigned.

Our check in the amount of \$43.75 is enclosed as payment of the following fees:

Amendment to Articles of Incorporation	\$35.00
Certified copy	8.75
Total	\$43.75

Your prompt attention to this matter will be greatly appreciated.

Very truly yours,



Kenneth A. Norman

KAN/klm

Enclosures

cc: Ms. Avril Forbes (w/enclosure)

*Karen* GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT *verified copy name*  
DATE *Touchwood* - 1 word  
DOC. EXAM *PS delete word "initial"*  
Art 9

*Ps 10/9/02*

**AMENDMENT TO THE ARTICLES OF INCORPORATION  
OF  
TOUCHWOOD OF STUART, INC.**

**FILED**

02 OCT -7 PM 1:57

DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006, Florida Statutes, the Articles of Incorporation of the above-named corporation (the "Corporation"), filed with the Department of State on February 12, 2002, and assigned Charter Number P02000017530, are hereby amended pursuant to a written consent in lieu of meeting executed by the holders of all of the Corporation's Common Stock and all of the Corporation's Directors on the 30<sup>th</sup> day of September, 2002, as follows:

**ARTICLE I**

ARTICLE I is hereby amended to read as follows:

The name of this corporation is TouchWood Associates, Inc.

ARTICLE 4 is hereby amended to read as follows:

The purpose of this Corporation is to engage in any activity or business permitted under the laws of the United States and Florida.

ARTICLE 5 is hereby amended to read as follows:

The aggregate number of shares which this Corporation shall have authority to issue is ten thousand (10,000) shares of Class A Common stock at One Dollar (\$1.00) par value per share. Fully-paid stock of this Corporation shall not be liable to any further call or assessment. The sum of the par value of all shares of capital stock of the corporation that have been issued shall be the stated capital of the corporation at any particular time, to the extent of the par value of such shares, and the excess, if any, of consideration received for such shares shall constitute capital surplus.

ARTICLE 9 is hereby amended to read as follows:

The street address of this Corporation's registered office in Florida is 2400 S.E. Federal Highway, 4<sup>th</sup> Floor, Stuart, Florida, 34994, and the name of its initial registered agent at that address is Kenneth A. Norman.

**ARTICLE II**

As there presently exists only one shareholder of the issued and outstanding shares of the Corporation, the Corporation shall exchange the certificates of the said shareholder for a certificate representing an identical number of shares which properly reflects the name change of the Corporation and cause the shares taken in to be cancelled.

### ARTICLE III

This Amendment to the Articles of Incorporation was adopted by the shareholders and directors on the September 30, 2002.

### ARTICLE IV

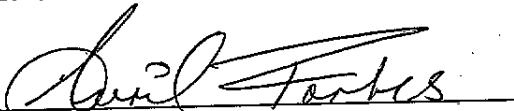
The undersigned, being the President and Secretary of TouchWood of Stuart, Inc., hereby certify that the above and foregoing Amendment to the Articles of Incorporation was adopted as aforesaid on the September 30, 2002.

IN WITNESS WHEREOF, we have hereunto set our hands and the seal of the Corporation on September 30, 2002.


TouchWood of Stuart, Inc., a Florida corporation

ATTEST:

By:

  
Avril Forbes,  
Secretary

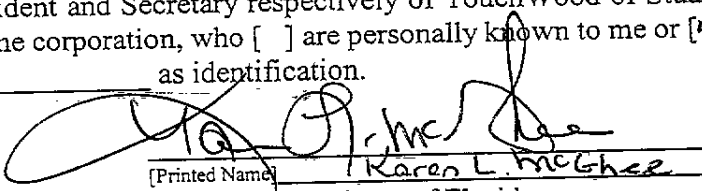
By:

  
Avril Forbes,  
President

[CORPORATE SEAL]

STATE OF FLORIDA  
COUNTY OF MARTIN

THE FOREGOING INSTRUMENT was acknowledged before me this 30<sup>th</sup> day of September, 2002, by Avril Forbes, President and Secretary respectively of TouchWood of Stuart, Inc., a Florida corporation, on behalf of the corporation, who [ ] are personally known to me or [ ] have produced driver's license as identification.

  
[Printed Name]

Karen L. McGhee  
Notary Public, State of Florida

My Commission expires:

[Notarial Seal]





**WRITTEN CONSENT OF THE STOCKHOLDERS  
AND DIRECTORS OF  
TouchWood of Stuart, Inc.  
IN LIEU OF A SPECIAL MEETING**

The undersigned, being all of the directors and stockholders of TouchWood of Stuart, Inc., in accordance with §§607.0821 and 607.0704 of the Florida General Corporation Act, as of the 30<sup>th</sup> day of September, 2002, do hereby waive the necessity of a meeting and do hereby consent in writing to the adoption of the following resolutions:

WHEREAS, it is in the best interests of the Corporation to change its name to TouchWood Associates, Inc.; now, therefore, it is

RESOLVED, that the name of the Corporation shall be changed to TouchWood Associates, Inc., that the President and Secretary of the Corporation are hereby instructed to file with the Secretary of State of Florida an Amendment to the Articles of Incorporation in the form attached to these minutes, that the President and Secretary of the Corporation shall issue new stock certificates in accordance with the attached Amendment to the Articles of Incorporation, and that the President and Secretary of the Corporation are authorized to take such further actions as may be reasonably necessary to effectuate the intent of these resolutions.

  
Avril Forbes, director

  
Avril Forbes, shareholder