P02000101784

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 NOV 20 PM 3: 39

000008995830

____
(Requestor's Name)

____
(Address)

____
(Address)

____
(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

11/19/02--01051--005 **43.75

____
(Business Entity Name)

____
(Document Number)

Certified Copies _______ Certificates of Status _______

Special Instructions to Filing Officer:

Office Use Only

Amend. & N/C

V SHEPARD NOV 2 6 2002

JAY CHIMPOULIS, ESQ.
800 SOUTHEAST THIRD AVENUE
SUITE 200
FORT LAUDERDALE, FL 33316
(954) 463-0033

November 18, 2002

Department of State
Division of Corporations
P O Box 6327
Tallahassee, FL 32314

Subject: THE PHOENIX PROJECT, INC.
Corporation # P02000101784

Enclosed are an original and two copies of the ARTICLES OF AMENDMENT to the Articles of Incorporation of The Phoenix Project, Inc. and a check for $43.75 covering fees for (1) the filing fee, (2) certified copy of the Amendment and (3) a Certificate of Status. Please return the certified copy and Certificate of Status to Jay Chimpoulis at the above-listed address.

Jay Chimpoulis
800 SE 3rd Avenue, Suite 200
Fort Lauderdale, FL 33316
(954) 463-0033

SECRETARY OF STATE
FILED
DIVISION OF CORPORATIONS
02 NOV 20 PM 3:39

ARTICLES OF AMENDMENT

To The
Articles of Incorporation of
THE PHOENIX PROJECT, INC.

Pursuant to the provision of Sections 607.177, 607.181, and 607.187 of the Florida Statutes, the undersigned corporation hereby adopts the following Articles of Amendment to its Articles of Incorporation as filed in the office of the Secretary of State on September 19, 2002.

1. The name of the corporation is The Phoenix Project, Inc.

2. The Articles of Incorporation of the corporation, dated September 17, 2002 are hereby repealed and deleted in their entirety, and the following amendments are hereby adopted, to revise and replace the Articles of Incorporation of the corporation in their entirety.

ARTICLE I
NAME

The name of the corporation is CHIMPOULIS & HUNTER, P.A.

ARTICLE II
PURPOSE

The purpose for which the corporation is organized is to engage in and carry on all phases of the practice of law in Florida and to render such professional services through its officers, employees, and agents who are attorneys at law in good standing, duly licensed or otherwise legally authorized to engage in the practice of law in Florida.

The corporation shall not engage in any business other than rendering of such legal services, provided, that the corporation may transact any and all lawful business which is necessary and incidental to its practice of law in Florida and which shall be permitted under the provision of Chapter 621, Florida Statutes.

The undersigned hereby incorporates for the purpose of becoming a professional association under the laws of the State of Florida; by and under the provisions of Chapter 621, Florida Statutes, also known as the Professional Service Corporation and Limited Liability Company

Act, providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

ARTICLE III
CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time of 100 shares of common stock having a par value of $1.00 per share.

ARTICLE IV
ADDRESS

The street address of the initial registered office of the corporation shall be:

800 Southeast Third Avenue
Second Floor
Fort Lauderdale, Florida 33316

and the name of the initial Registered Agent for the corporation at that address shall be:

Jay P. Chimpoulis.

ARTICLE V
SPECIAL PROVISIONS

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued there under. Such actions as may be necessary shall be deemed to have been taken by the appropriate officers to accomplish this compliance.

ARTICLE VI
TERM OF EXISTANCE

This corporation shall exist perpetually.

ARTICLE VII
LIMITATION OF LIABILITY

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being of having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

ARTICLE VIII
SELF DEALING

No contract or other transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction , or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation.

ARTICLE IX
INITIAL OFFICERS/DIRECTORS

This corporation shall have a minimum of one director. The initial Board of Directors shall consist of:

Jay P. Chimpoulis
800 SE Third Avenue
Second Floor
Fort Lauderdale, Florida 33316

who shall also be the President and Secretary.

ARTICLE X
REGISTERED AGENT

The name and Florida street address of the registered agent is:

Jay P. Chimpoulis
800 SE Third Avenue
Second Floor
Fort Lauderdale, Florida 33316

ARTICLE XI
INCORPORATOR

The name and address of the incorporator is:

Jay P. Chimpoulis
800 SE Third Avenue
Second Floor
Fort Lauderdale, Florida 33316

ARTICLE XII
AMENDMENT OF ARTICLES OF INCORPORATION

The adoption, alteration, amendment, or repeal of the Articles of Incorporation of the corporation shall be reserved to the shareholders of the corporation, acting through the affirmative vote of shareholders holding eighty percent of all the issued and outstanding shares of the corporation.

ARTICLE XIII
BYLAWS

The adoption, alteration, amendment, or repeal of the Bylaws of the corporation shall be reserved to the shareholders of the corporation, acting through the affirmative vote of shareholders holding eighty percent of all the issued and outstanding shares of the corporation.

3. These amendments to the Articles of Incorporation of the corporation, as described in paragraph #2 above, shall take effect on November 20, 2002 at 12:01 a.m.

4. The foregoing amendments are hereby adopted pursuant to 607.181(3), Florida Statutes, all of the directors and shareholders of the corporation eligible to vote having signed this written statement manifesting their respective intentions that the amendments described in paragraph #2 above be adopted.

IN WITNESS WHEREOF, the undersigned, being all the officers and directors of this corporation and the holders of all the issued and outstanding shares of its stock, have executed these Articles of Amendment on this 18th day of November, 2002.

Jay P. Chimpoulis
as Incorporator & Registered Agent

STATE OF FLORIDA
COUNTY OF BROWARD

The foregoing instrument was executed and acknowledged before me this 18th day of November, 2002, by Jay P. Chimpoulis.

Cynthia D. Wieland
Notary Public
State of Florida

My commission expires:________________

CYNTHIA D. WIELAND
MY COMMISSION # CC 882774
EXPIRES: October 25, 2003
Bonded Thru Notary Public Underwriters