

SEP-26-05

12:33PM

FROM: Greenberg Traurig, P.A.

561-655-7900

P: 01/00

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Florida Department of State  
Division of Corporations  
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ALLAHASSEE, FLORIDA  
STATE

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**BASIC AMENDMENT**

**LANGLEY INVESTMENT CORP.**

Certificate of Status	0
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*Amend*

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**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION**

**OF**

**LANGLEY INVESTMENT CORP.**

Marcia H. Langley, being the Vice President of LANGLEY INVESTMENT CORP., a Florida corporation (the "Corporation"), hereby certifies that:

1. The name of the Corporation is LANGLEY INVESTMENT CORP. The Corporation was incorporated on February 8, 2005.

2. These Amended and Restated Articles of Incorporation restate and amend the provisions of the Corporation's Articles of Incorporation.

3. The terms and provisions of these Amended and Restated Articles of Incorporation were adopted by all the directors of the Corporation pursuant to a unanimous written consent of directors signed on September 26, 2005.

5. Pursuant to Section 607.1007 of the Florida Business Corporation Act, the text of the Articles of Incorporation of the Corporation, is hereby amended and restated to read in its entirety as follows:

**ARTICLE I: NAME AND ADDRESS OF CORPORATION**

The name of this corporation is Langley Investment Corp., a Florida corporation. The address of the initial principal office is:

5100 Town Center Circle  
Suite 400  
Boca Raton, Florida 33486

**ARTICLE II: DURATION**

The duration of this Corporation is perpetual.

**ARTICLE III: PURPOSE**

The purpose of this Corporation is to engage in any and all activities and businesses permitted under the laws of the United States and the State of Florida.

**ARTICLE IV: CAPITALIZATION**

The aggregate number of shares which this corporation is authorized to issue is 1,000 shares. Such shares shall be of a single class and shall have a par value of one dollar (\$1.00) per share.

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TALLAHASSEE, FLORIDA

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ARTICLE V: REGISTERED OFFICE AND AGENT

The registered agent and street address of the registered office of this Corporation is:

Marcia H. Langley  
5100 Town Center Circle  
Suite 400  
Boca Raton, Florida 33486

ARTICLE VI: INITIAL BOARD OF DIRECTORS

The initial board of directors shall consist of two members. The number of directors may be increased or decreased from time to time by vote of the shareholders, but in no case shall the number of directors be less than three or more than seven. The following persons constitute the initial directors of the corporation who shall serve in that capacity until such director's successor is duly elected and has qualified or such director's death, resignation or removal:

Raymond Jeffrey Langley  
Marcia H. Langley

ARTICLE VII: INITIAL OFFICERS

The following persons constitute the initial officers of the Corporation, who shall serve in that capacity until such officer's successor is duly elected and has qualified or such officer's death, resignation or removal:

<u>PERSON</u>	<u>NAME</u>
President	Raymond Jeffrey Langley
Vice President and Secretary	Marcia H. Langley

ARTICLE VIII: INCORPORATOR

The name and street address of the Incorporator is:

Marcia H. Langley  
5100 Town Center Circle  
Suite 400  
Boca Raton, Florida 33486

ARTICLE IX: BY-LAWS

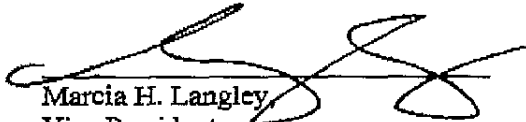
The board of directors shall adopt by-laws for the Corporation. The by-laws may be amended or repealed by the shareholders or directors in any manner permitted by the by-laws.

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ARTICLE X: AMENDMENT

The shareholders or the directors may amend these Articles of Incorporation in any manner now or hereafter provided for under the Florida Business Corporation Act.

IN WITNESS WHEREOF, this instrument has been executed as of September 26, 2005.

  
Marcia H. Langley  
Vice President

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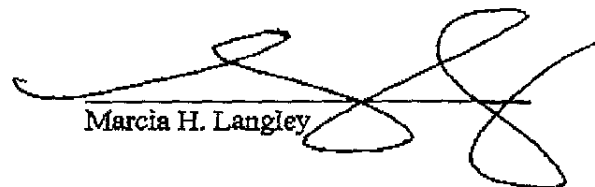
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**CERTIFICATE DESIGNATING REGISTERED AGENT  
AND REGISTERED OFFICE**

In compliance with Section 607.0501 of the Florida Business Corporation Act, Langley Investment Corp., desiring to organize as a corporation under the laws of the State of Florida, submits the following statements in designating its registered office and registered agent in the State of Florida:

1. The name of the corporation be: Langley Investment Corp., a Florida corporation.
2. The name and address of the registered agent and the registered office of the corporation is:

Marcia H. Langley, Esq.  
5100 Town Center Circle  
Suite 400  
Boca Raton, Florida 33486

  
Marcia H. Langley

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