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SECRETARY OF STATE
TALLAHASSEE FLORIDA

DEC 21 2005

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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: FAHIM, BAZ, ALI AND HAKKY

DOCUMENT NUMBER: P05000077985

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

SAID HAKKY

(Name of Contact Person)

SAID HAKKY

(Firm/ Company)

8547 MERRIMOOD BLVD E.

(Address)

LARGO, FLORIDA 33777

(City/ State and Zip Code)

For further information concerning this matter, please call:

SAID HAKKY

(Name of Contact Person)

at (727) 420-7236

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☒ \$35 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

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☐ \$52.50 Filing Fee
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Certified Copy
(Additional Copy
is enclosed)

Mailing Address

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

Street Address

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Articles of Amendment
to
Articles of Incorporation
of

FAHIM, BAZ, ALI & HAKKY, INC.

(Name of corporation as currently filed with the Florida Dept. of State)

P05000077985

(Document number of corporation (if known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

NEW CORPORATE NAME (if changing):

AL-ABAICHI, ALI & HAKKY, INC.

(Must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.")

(A professional corporation must contain the word "chartered", "professional association," or the abbreviation "P.A.")

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

ARTICLE VII

DELETE: DIRECTOR(S) MOHAMED AL-FAHIM, AND BAZ B. TAHA

ADD: DIRECTOR(S) DR. IBTISAM AL-BAICHI, DR. JAMA KARBOLI

ADD:DIRECTOR ADNAN ALI

ADD: DIRECTOR BARBARA HAKKY

(Attach additional pages if necessary)

If an amendment provides for exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself: (if not applicable, indicate N/A)

(continued)

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TALLAHASSEE FLORIDA

The date of each amendment(s) adoption: 11/23/2005

Effective date if applicable: 11/23/2005
(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(CHECK ONE)**

- ☐ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by

(voting group)"

- ☒ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signature *Said Hakky* - ATTORNEY IN FACT FOR SAID I HAKKY
(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Said Hakky
(Typed or printed name of person signing)

Director
(Title of person signing)

FILING FEE: \$35

DURABLE POWER OF ATTORNEY

OF

SAID ISMAIL HAKKY

SS# 590-42-5445

KNOW ALL MEN BY THESE PRESENTS, that I, SAID ISMAIL HAKKY, the principal, of 8447 Merrimoor Boulevard E., Largo, Pinellas County, Florida 33777, do hereby make, constitute and appoint my wife, BARBARA JANET HAKKY, to serve as my true and lawful attorney-in-fact, and to exercise the powers and discretion set forth below.

In the event she predeceases me, becomes incapacitated, resigns or is unable to act, then I do hereby make, constitute and appoint my brother, A-HAMID HAKKI, as my successor attorney-in-fact.

This Durable Power of Attorney shall be applicable to all of my property including all real property and homestead real property; all personal property, tangible or intangible; all property held in any type of joint tenancy, including a tenancy in common, joint tenancy with rights of survivorship, or a tenancy by the entirety; all property over which I hold a general, limited or special power of appointment; choses in action; and all other contractual or statutory rights or elections, including but not limited to, any rights or elections in any probate or similar proceeding to which I may be entitled.

This Durable Power of attorney may be relied upon and immediately accepted by all third parties. If a third party unreasonably refuses to honor this Durable Power of Attorney, my attorney-in-fact may take judicial action against that third party.

My attorney-in-fact shall serve for me and in my name, place and stead, and on my behalf, and for my use and benefit, to do any lawful act for and in my name, including, but not limited to, the following:

- A. To transfer, convert, endorse, sell, assign, set over and deliver any and all shares of stock, bonds (including but not limited to U.S. Treasury bonds and U.S. savings bonds), debentures, notes, subscription warrants, stock purchase warrants, evidences of indebtedness, or other securities now or hereafter standing in my

name or owned by me and to make, execute and deliver any and all written instruments of assignment and transfer necessary or proper to effectuate the authority hereby conferred.

- B. To ask, demand, sue for, collect and receive all sums of money, dividends, interest, payments on account of debts and legacies and all property now due or which may hereafter become due and owing to me, and give good and valid receipts and discharges for such payment; to buy and sell securities of all kinds in my name and for my account and at such prices as such attorney, in the exercise of absolute discretion, shall deem appropriate.
- C. To vote any corporate securities for any purpose; to exercise or sell any subscription or conversion rights; to consent to and join in or oppose any voting trusts, reorganizations, consolidations, mergers, foreclosures and liquidations and in connection therewith to deposit securities and accept and hold other securities or property received therefore.
- D. To conduct or participate in any lawful business of whatever nature for me and in my name; to execute partnership agreements and amendments thereto; to incorporate, reorganize, merge, consolidate, recapitalize, sell, liquidate, or dissolve any business; to elect or employ officers, directors and agents; to carry out the provision of any agreement for the sale of any business interest or the stock therein; and to exercise voting rights with respect to stock, either in person or by proxy, and to exercise stock options.
- E. To manage any and all property, real or personal, tangible or intangible, wherever situated; to sell, convey, assign, mortgage, encumber or otherwise transfer the same; to lease same; to foreclose mortgages or enforce any other rights with respect to the same; to take title to the same in my name; and to execute, acknowledge and deliver deeds, bills of sale, mortgages, releases, satisfactions and any other instruments relating to the same which such attorney, in the exercise of absolute discretion, shall deem appropriate.
- F. To execute a deed or mortgage of homestead realty; to join in the conveyance or mortgage of homestead realty; including the power to convey, mortgage, join and deal in any way with any subsequently obtained homestead property.
- G. To do business with banks and brokers, and particularly to endorse all checks and drafts made payable to my order and collect the proceeds; to sign in my name checks on all accounts standing in my name; to withdraw funds from said accounts; to open accounts in my name or in the name of such attorney, as my attorney-in-fact.

- H. To borrow money from any lender, personal or corporate, and to extend or renew any existing indebtedness of mine.
- I. To compromise, contest, prosecute or abandon claims in favor of or against me.
- J. To have access at any time or times to any safe deposit box to which I have access, or any safe deposit box rented by me, wheresoever located, and to remove all or any part of the contents thereof, and to surrender or relinquish said safe deposit box; and any institution in which any such safe deposit box may be located shall not incur any liability to me or my estate as a result of permitting my attorney-in-fact to exercise this power.
- K. To apply for a Certificate of Title upon, and endorse and transfer title thereto, for any automobile, truck, pickup, van, motorcycle or other motor vehicle, boat, trailer, or mobile home, and to represent in such transfer assignments that the title to said motor vehicle, boat, trailer or mobile home is free and clear of all liens and encumbrances except those specifically set forth in such transfer assignment.
- L. To make gifts, grants or transfers (including the forgiveness of indebtedness and the completion of any charitable pledges I have made) without consideration, either outright or in trust to such persons or organizations as my attorney-in-fact shall deem appropriate, including, without limitation, the following actions: (1) to take advantage of the annual exclusion under the federal gift tax law provided such gifts are reasonable to all concerned; (2) to transfer by gift in advancement of a bequest or devise to beneficiaries under my Will or inter vivos trust agreement; (3) to release any life interest, or waiver, renunciation, or declination of any gift to me by will, trust or deed; and (4) to make gifts to my attorney-in-fact.
- M. To prepare, sign and file joint or separate income tax returns or declarations of estimated tax for any year or years; to prepare, sign and file gift tax returns with respect to gifts made by me for any year or years; to consent to any gift and to utilize any gift-splitting provisions or other tax election, and to prepare, sign and file any claims for refund of any tax; and to represent me in all income tax matters before any office of the Internal Revenue Service, within the limitations of the applicable Revenue Rulings and Procedures; to file any state, county or municipal tax returns of any kind or nature and to negotiate with any and all taxing authorities, and to compromise any disputes which may arise with any such agency.
- N. To create an inter vivos trust on my behalf and to fund such inter vivos trust or to fund a previously established inter vivos trust so long as such trust does not conflict with any existing testamentary plan of mine.

- O. To transfer assets to the then acting Trustee of any Declaration of Trust executed by me with myself as Settlor (or Grantor).
- P. To establish a custodian or other type of investment account with any bank, trust company, investment broker, or other securities dealer.
- Q. To represent the donor in any receivership or bankruptcy or other proceeding of a similar nature as the donor's truly authorized agent, attorney-in-fact, or proxy.
- R. To deal with all retirement plans of which I am a member including individual retirement accounts, rollovers, and voluntary contributions; to direct any pension fund, insurance, or annuity company, the United States Social Security Administration, or any other party making payments to me to make such payments directly to a financial institution for direct deposit into my account.
- S. To apply for public benefits on my behalf with any federal, state or local agency, without restriction, and to receive and apply such benefits on my behalf; to maximize my entitlement to federal and state medical, welfare, housing and other programs, by all legitimate and proper means within the sound and trusted discretion of my attorney-in-fact. The authority herein granted shall include but not be limited to converting my assets into assets that do not disqualify me from receiving such benefits or divesting me of such assets.
- T. To create, fund and maintain an Income Trust pursuant to 42 USC 1396(d)(4)(B) in order to qualify me for Medicaid or any other public assistance benefits.
- U. To take care of, contract for, make arrangements for and make financial commitments for, on my behalf, my medical care and attention, including, without limiting the foregoing, to engage doctors and nurses and health care aides, to provide hospitalization, to consent to operations, to call ambulances and to provide any required consents to medication and any other medical procedures; provided, however, if at any time a Health Care Surrogate is acting on my behalf, my attorney-in-fact shall cooperate with, follow the directive of, and provide any necessary financial assistance, using my property, to such Health Care Surrogate.
- V. To retain such accountants, attorneys, social workers, consultants, clerks, employees, workmen, or other persons as my agent shall deem appropriate in connection with the management of my property and affairs and to make payments from my assets for the charges of such person so employed.
- W. To make such payments and expenditures as such attorney shall, in the exercise of absolute discretion, determine to be necessary in connection with any of the foregoing matters or with the administration of my affairs.


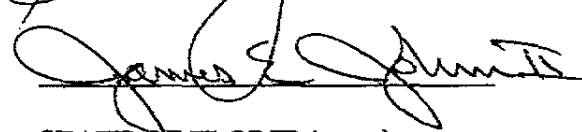
- X. My attorney-in-fact shall be entitled to reimbursement for all reasonable expenses incurred as a result of carrying out any provision of this Durable Power of Attorney, and shall be released from any and all liability for good faith efforts.
- Y. This Durable Power of Attorney is non-delegable except for the following as provided in F.S. 709.08(7)(a) 1&2:
1. The authority to execute stock powers or similar documents on my behalf and delegate to a transfer agent or similar person the authority to transfer and register any stocks, bonds or other securities either into or out of my name.
 2. The authority to convey or mortgage homestead property. If I am married, the attorney-in-fact may not mortgage or convey homestead property without joinder of my spouse or my spouse's legal guardian. Joinder by my spouse may be accomplished by the exercise of authority in a durable power of attorney executed by the joining spouse, and either spouse may appoint the other as the attorney-in-fact.
- Z. Banking institutions, savings and loan institutions and stock brokerage firms and stock transfer agents, as well as all other third persons, are authorized to rely on the provisions of this Durable Power of Attorney and are exonerated from any loss, claim or liability in relying on said instrument and its provisions. Parties dealing with my attorney-in-fact named herein are not required to investigate or determine such attorney-in-fact's authority, or the validity, or the advisability of the transactions, to see to the proper exercise of powers, or to follow the disposition of monies and/or property delivered to my attorney-in-fact hereunder. A third party who acts in good faith upon any representation, direction, decision, or act of the attorney-in-fact is not liable to the principal or the principal's estate, beneficiaries, or joint owners for those acts. My attorney-in-fact shall execute any affidavit as may be required by a third party to verify my attorney-in-fact's authority to act under this document. Disability or subsequent incapacity of the undersigned principal except as provided by statute shall not affect this Durable Power of Attorney.

The rights, powers and authority of said attorney-in-fact herein granted shall commence and be in full force and effect immediately upon execution. This Durable Power of Attorney is not affected by my subsequent incapacity, physical or mental disability that I may suffer, except as provided by Florida Statute Section 709.08. This Durable Power of Attorney shall remain in full force and effect until I die, revoke the power of attorney by an instrument in writing, or until I am

adjudicated totally or partially incapacitated by a court of competent jurisdiction, unless the court determines that certain authority granted by the Durable Power of Attorney is to remain exercisable by the attorney-in-fact, notwithstanding any adjudication of incapacity.

WITNESS my hand and seal this 21st day of April, 2003.

Signed, Sealed and Delivered
in the Presence of:

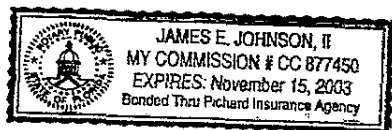



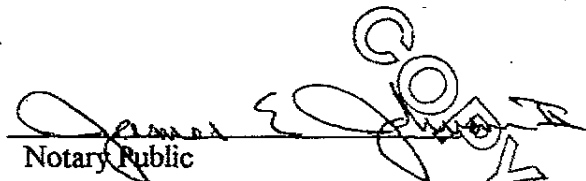

SAID ISMAIL HAKKY

STATE OF FLORIDA)
COUNTY OF PINELLAS)

BE IT KNOWN, that on the 21st day of April, 2003, before me, a Notary Public in and for the State of Florida, duly commissioned and sworn, dwelling in the City of Palmetto Florida, personally came and appeared SAID ISMAIL HAKKY, to me personally known or who has produced _____ as identification, who did take the oath and who executed the within Durable Power of Attorney and he acknowledged the within Durable Power of Attorney to be his act and deed.

IN TESTIMONY WHEREOF, I have hereunto subscribed my name and affixed my seal of office the day and year first above written.




Notary Public

James E. Johnson II
(Print name of Notary Public)

My Commission Expires: