

PO7000064029

(Requestor's Name)

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(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

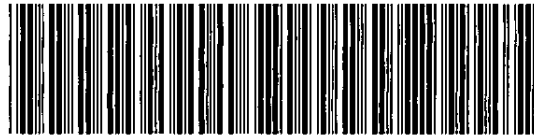
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08 APR 30 AM 8:58

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend

C. Coulllette MAY 06 2008

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Knoerr & Emanuel, P.A.

DOCUMENT NUMBER: P070000 64029

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

Please return all correspondence concerning this matter to the following:

Jacqueline G. Emanuel

(Name of Contact Person)

Knoerr & Emanuel, P.A.

(Firm/ Company)

700 SE. Third Ave., suite 401

(Address)

Ft. Lauderdale, FL 33316

(City/ State and Zip Code)

For further information concerning this matter, please call:

Jacqueline Emanuel

(Name of Contact Person)

at (954) 524-1886

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☒ \$35 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☐ \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

☐ \$52.50 Filing Fee
Certificate of Status
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

Knoerr & Emanuel, P.A.

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

P07 0000 64029

(Document number of corporation (if known))

FILED
08 APR 30 AM 8:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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):

(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)**

Officers & Directors to be Amended as evidenced
on attached Action by Unanimous Written Consent.

to wit: Stephen E. Knoerr, President

Jacqueline G. Emanuel, Vice President,
Treasurer

Address of OFFICERS/DIRECTORS to be
changed to: 700 S.E. Third Ave. suite 401
Fort Lauderdale, FL 33316

(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)

N/A

The date of each amendment(s) adoption: July 31st, 2007

Effective date if applicable: _____
(no more than 90 days after amendment file date)

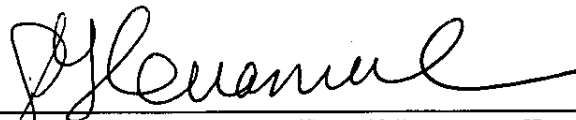
Adoption of Amendment(s) **(CHECK ONE)**

- ☒ 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


(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)

Jacqueline G. Emanuel
(Typed or printed name of person signing)

Vice President
(Title of person signing)

FILING FEE: \$35

**ACTION BY UNANIMOUS WRITTEN CONSENT
OF THE SHAREHOLDERS AND DIRECTORS
OF
KNOERR & EMANUEL, P.A.**

Pursuant to the authority contained in Chapters 607 and 621, Florida Statutes (collectively the "Act"), the undersigned being all of the shareholders and all of the directors of KNOERR & EMANUEL, P.A. (the "Corporation"), do hereby consent to and adopt the following resolutions, which actions shall have the same force and effect as if taken by unanimous affirmative vote of the shareholders and directors of the Corporation at a special meeting duly called and held pursuant to the provisions of the Act and the Articles of Incorporation and By-Laws of the Corporation, and direct that this written consent to such action be filed with the minutes of the Corporation:

NOW, THEREFORE BE IT RESOLVED, that all of the shareholders and all of the directors of the Corporation adopt the following resolutions:

Election of Officers

NOW, THEREFORE, BE IT RESOLVED, that the following named persons are hereby elected to the offices set forth opposite their names, such officers immediately to assume the discharge of their respective duties and to hold office for the period provided in the Bylaws:

| Name | Office |
|--------------------------|---------------------------------|
| Stephen E. Knoerr | President |
| Jacqueline G. Emanuel | Vice President and Secretary |

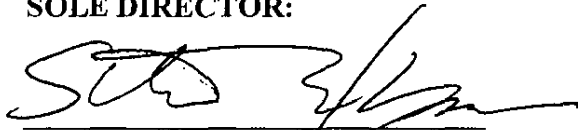
Ratification of Prior Resolutions

NOW, THEREFORE, BE IT RESOLVED, that the foregoing resolutions hereby ratify, confirm and supercede (to the extent of any inconsistency) any prior resolutions approved by the Corporation, with respect to transactions contemplated hereby.

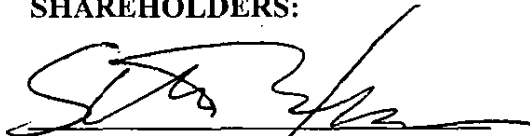
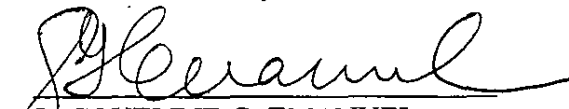
FURTHER RESOLVED, that the Secretary or any other officer of the Corporation be instructed to mark for identification and insert into the permanent records of the Corporation, the original of this Action by Unanimous Written Consent which has been submitted to, reviewed, and approved by all of the shareholders and all of the directors of the Corporation.

The undersigned constituting all of the shareholders and all of the directors of the Corporation do hereby consent to the foregoing Action effective as of the 31st day of July, 2007.

SOLE DIRECTOR:


STEPHEN E. KNOERR

SHAREHOLDERS:


STEPHEN E. KNOERR
JACQUELINE G. EMANUEL