

PO9000004402

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NO. 537 EP 11 of 1

Florida Department of State
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TALLAHASSEE, FLORIDA

COR AMND/RESTATE/CORRECT OR O/D RESIGN

FFI HOLDINGS, INC.

RECEIVED
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Certificate of Status	1
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Amended & Restated
W/ NAME Change
2/9/2009

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**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
FFI HOLDINGS, INC.**

FILED
09 FEB - 9 AM 10:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

John D. Thedford, being the Incorporator of FFI HOLDINGS, INC., a Florida corporation (the "Corporation"), hereby certifies:

1. The name of the Corporation is FFI Holdings, Inc. The Corporation was incorporated on January 14, 2009 as FFI Holdings, Inc. and assigned document number P09000004402.
2. These Amended and Restated Articles of Incorporation (the "Amended Articles") restate, integrate, and amend the provisions of the Corporation's Articles of Incorporation.
3. The terms and provisions of these Amended Articles were adopted and affirmatively approved by the Incorporator without shareholder action and shareholder action was not required.
4. 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:

**ARTICLES OF INCORPORATION
OF
FFI FLORIDA, INC.**

ARTICLE I - NAME

The name of this corporation is **FFI FLORIDA, INC.**

ARTICLE II - INITIAL PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the initial principal place of business of the corporation is: 1085 West Morse Blvd., Winter Park, Florida 32789. The initial mailing address of the corporation is: 1085 West Morse Blvd., Winter Park, Florida 32790.

ARTICLE III - AUTHORIZED SHARES

The maximum number of shares of stock that the corporation is authorized to have outstanding at any one time is One Hundred (100) shares of common stock having a par value of \$.01 per share.

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ARTICLE IV - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the corporation is: 1085 West Morse Blvd., Winter Park, Florida 32789, and the initial registered agent of the corporation at that address is: John D. Thedford.

ARTICLE V- INCORPORATOR

The name and address of the incorporator is as follows:


NameAddress

John D. Thedford

1085 West Morse Blvd.
Winter Park, FL 32789ARTICLE VI - INDEMNIFICATION

The corporation shall, to the fullest extent permitted by the laws of Florida, including, but not limited to Section 607.0850 of the Florida Business Corporation Act, as the same may be amended and supplemented from time to time, indemnify any and all directors and officers of the corporation.

IN WITNESS WHEREOF, the undersigned does hereby execute this instrument this 9th day of February, 2009.



John D. Thedford
Incorporator


**FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Section 48.091 and Section 607.0501, Florida Statutes, the following is submitted:

That **FFI FLORIDA INC.**, desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, at: 1085 West Morse Blvd., Winter Park, FL 32789, has named John D. Thedford at that address as its agent to accept service within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the Corporation named above, at the place designated in this certificate, I agree to act in that capacity and to comply with the provisions of the Florida Business Corporation Act, relative to the proper and complete performance of my duties as registered agent.



John D. Thedford

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