

P090000023614

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2009 MAY 18 AM 2:36

FILED

COHEN & BOBOTAS

Attorneys At Law  
Mellon Financial Center  
1111 Brickell Avenue  
Suite 2920  
Miami, Florida 33131

Lewis R. Cohen, Esq.  
Lisa Bobotas, Esq.  
Michelle A. McClaskey, Esq.

Writer's Direct Tel. 305-371-8177  
Writer's Direct Fax 305-358-0638

May 13, 2009

**Via U.S. Mail**

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

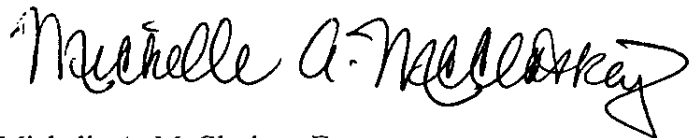
*Re: Articles of Amendment for the Gibraltar Private Succession Planning, Corp.:  
Document Number P09000023614*

To Whom It May Concern:

We represent Gibraltar Private Bank & Trust. Enclosed are an original and a copy of the Articles of Amendment which amend the Articles of Incorporation filed to create the Gibraltar Private Succession Planning, Corp. Please note that we are submitting a fourth page of the Articles of Amendment because there was not enough space to include all of the amendments to the Officers and/or Directors section. Also enclosed is a check in the amount of \$52.50 for the amendment fee. Please do not hesitate to contact me at 305-371-8177 if you have any questions or need any additional information. Thank you in advance.

Very truly yours,

COHEN & BOBOTAS

A handwritten signature in black ink, reading "Michelle A. McClaskey". The signature is written in a cursive, flowing style.

Michelle A. McClaskey, Esq.

MAM  
Enclosures

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** Gibraltar Private Succession Planning Corp +

**DOCUMENT NUMBER:** P09000023614 +

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

Please return all correspondence concerning this matter to the following:

Michelle A. McClaskey, Esq.  
(Name of Contact Person)

Cohen & Bobotas  
(Firm/ Company)

1111 Brickell Avenue Suite 2920  
(Address)

Miami, Florida 33131  
(City/ State and Zip Code)

For further information concerning this matter, please call:

Michelle A. McClaskey, Esq. at ( 305 ) 371-8177  
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

☐ \$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

FILED  
2009 MAY 18 AM 2:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Gibraltar Private Succession Planning Corp.

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

P09000023614

(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:

**A. If amending name, enter the new name of the corporation:**

Gibraltar Private Succession Planning Corporation

*The new name must be distinguishable and contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.," or the designation "Corp.," "Inc.," or "Co." A professional corporation name must contain the word "chartered," "professional association," or the abbreviation "P.A."*

**B. Enter new principal office address, if applicable:**  
(Principal office address MUST BE A STREET ADDRESS)

N/A

**C. Enter new mailing address, if applicable:**  
(Mailing address MAY BE A POST OFFICE BOX)

N/A

**D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:**

Name of New Registered Agent:

Laura Craker

New Registered Office Address:

220 Alhambra Circle, Fifth Floor

(Florida street address)

Coral Gables

(City)

, Florida 33134

(Zip Code)

**New Registered Agent's Signature, if changing Registered Agent:**

*I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.*



Signature of New Registered Agent, if changing

**If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:**

*(Attach additional sheets, if necessary)*

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
P, T, S	Morris Stowers	220 Alhambra Circle, Suite 800 Coral Gables, FL 33134	<input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove
VP	Matthew Lapidés	220 Alhambra Circle, Suite 800 Coral Gables, FL 33134	<input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove
D	Michael Hill	220 Alhambra Circle, Suite 800 Coral Gables, FL 33134 (see other page)	<input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove

**E. If amending or adding additional Articles, enter change(s) here:**

*(attach additional sheets, if necessary). (Be specific)*

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**F. If an amendment provides for an 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

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The date of each amendment(s) adoption: April 16, 2009

Effective date if applicable: April 16, 2009  
(no more than 90 days after amendment file date)

Adoption of Amendment(s) (CHECK ONE)

☒ The amendment(s) was/were adopted 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.

Dated 5/12/09

Signature Laura Craker  
(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)

Laura Craker  
(Typed or printed name of person signing)

Director  
(Title of person signing)

**Articles of Amendment**  
**to**  
**Articles of Incorporation (Continued)**

**Amendment to the Officers and/or Directors (cont'd)**

<b>Title</b>	<b>Name</b>	<b>Address</b>	<b>Type of Action</b>
D, CEO, Ch.Bd.	Steven D. Hayworth	220 Alhambra Circle Suite 800 Coral Gables, Florida 33134	ADD
D, CFO, S, T	Laura Craker	220 Alhambra Circle, Fifth Floor Coral Gables, Florida 33134	ADD