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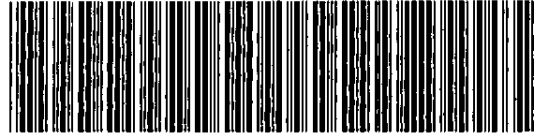
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FILED
2010 FEB 26 AM 8:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amended + Restated

TB

MAR - 3 2010

FOSTER AND FOSTER
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February 25, 2010

FEDEX

Amendment Section
Department of State, Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

Re: Articles of Amendment to Articles of Incorporation of:
FOSTER AND FOSTER, ATTORNEYS, P.A.
P10000013677

Greetings:

Enclosed are the following:

1. Original and one copy of Articles of Amendment to Articles of Incorporation of Foster and Foster, Attorneys, P.A.,
2. Check for \$43.75, (\$35.00 filing fee and \$8.75 for one certified copy of the Articles of Amendment.
3. Prepaid, self addressed return envelope.

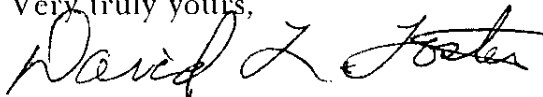
Please file the original as soon as possible, certify the copy and return the same to

David L. Foster, Attorney
Foster and Foster, Attorneys, P.A.
555 - 4th Street North
St. Petersburg, FL 33701

My e-mail address is: David@fosfos.com

For further information concerning this matter, please call me at (727) 709-9993.

Very truly yours,


David L. Foster

DLF:car
encls.
check: \$43.75

ARTICLES OF AMENDMENT AND RESTATEMENT

OF THE

ARTICLES OF INCORPORATION

OF

FOSTER AND FOSTER, ATTORNEYS, P. A.

a Florida Professional Association

Department of State of the State of Florida, Document Number P10000013677

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1007, Florida Statutes, this Florida Profits Corporation adopts the following amendments to its Articles of Incorporation:

The undersigned, being the sole incorporator and shareholder of **FOSTER AND FOSTER, ATTORNEYS, P. A.**, a Florida corporation, that was incorporated on February 15, 2010, and given document number P10000013677, by the Department of State of the State of Florida, pursuant to the powers given to the shareholders to **amend** its Articles of Incorporation, **hereby amends and restates the Articles of Incorporation of FOSTER AND FOSTER, ATTORNEYS, P.A.** in their entirety, so that this instrument contains the entire Articles of Incorporation, as Amended and Restated on February 25, 2010, which are hereinafter set forth in their entirety, and no person, firm, or corporation dealing with the **FOSTER AND FOSTER, ATTORNEYS, P.A.** shall be required to refer to the original Articles of Incorporation, which have an effective date of February 15, 2010, and the Articles of Incorporation of **FOSTER AND FOSTER, ATTORNEYS, P.A.**, (As Amended and Restated on February 25, 2010), are as follows:

**ARTICLES OF INCORPORATION
OF
FOSTER AND FOSTER, ATTORNEYS, P. A.
a Florida Professional Association
(As Amended and Restated on February 25, 2010)**

I, the undersigned subscriber to these Articles of Incorporation, a natural person competent to contract and an attorney duly licensed to render professional services as such within the State of Florida, do hereby engage and commit myself in and to the formation of a professional corporation under the laws of the State of Florida pursuant to the provisions of Chapters 607 and 621, Florida Statutes.

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ARTICLE II - NAME

The name of this corporation shall be:

FOSTER AND FOSTER, ATTORNEYS, P. A.

ARTICLE III - PURPOSE

The general nature of the business to be transacted by this corporation is:

To engage in every phase and aspect of the business of rendering the same professional services to the public that attorneys duly licensed to practice law under the laws of the State of Florida are authorized to render, but such professional services shall be rendered only through the corporation's officers, employees and agents who are duly licensed or otherwise legally authorized under the laws of the State of Florida.

To invest its funds in real estate, mortgages, stocks, bonds or other type of investments and to own real and personal property necessary for the rendering of the above-described professional services.

To do all and everything necessary and proper for the accomplishment of any of the objects or purposes enumerated in these Articles of Incorporation or any amendment thereto, or in the furtherance thereof or necessary or incidental to the protection and benefit of the corporation, and in general, either alone or in association with other corporations, firms or individuals, to carry on any lawful pursuit necessary or incidental to the accomplishment of the purposes or the attainment of the objectives for which this corporation is formed, and to have all of the powers conferred upon this corporation by the laws of the State of Florida or any other state or country and not prohibited by the Professional Service Corporation Act.

The objects and purposes specified in the foregoing clauses of this Article, unless expressly limited shall not be limited or restricted by reference to, or inference from, any provision in this or any other Article of these Articles of Incorporation, shall be regarded as independent objects and purposes all as permitted by law.

ARTICLE IV - CAPITAL STOCK

The authorized capital stock of this corporation shall consist of one hundred thousand (100,000) shares of common stock having a par value of \$1.00 per share. None of the shares of capital stock of this corporation may be issued to anyone other than an individual duly licensed or otherwise legally authorized to practice law in the State of Florida. The shares of capital stock of the corporation shall be issued for such consideration as may be determined by the shareholders.

ARTICLE V - TERM OF EXISTENCE

This corporation shall begin existence on **February 15, 2010**, and shall exist perpetually unless dissolved according to law, or dissolved by the shareholders.

ARTICLE VI - ADDRESS OF PRINCIPAL OFFICE

The street address of the initial principal office of this corporation in the State of Florida shall be 555 Fourth Street North, St. Petersburg, Florida 33701.

ARTICLE VII - INCORPORATOR AND INITIAL SHAREHOLDER

The name and address of the incorporator and initial shareholder of this corporation are as follows:

Name

Address

DAVID L. FOSTER

**555 Fourth Street North
St. Petersburg, FL 33701**

ARTICLE VIII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is **555 Fourth Street North, St. Petersburg, Florida 33701**, and the name of the initial registered agent at such address is **DAVID L. FOSTER**.

ARTICLE IX - INITIAL DIRECTOR

This corporation shall have one (1) director initially. The number of directors may be changed from time to time by the shareholders. The names and addresses of the initial director of this corporation is:

Name

Address

DAVID L. FOSTER

**555 Fourth Street North
St. Petersburg, FL 33701**

Said director shall hold office until his successors are duly elected by the shareholders.

ARTICLE X - INITIAL OFFICERS

The business of this corporation shall be conducted by a President, Secretary and Treasurer, and such other officers as may be appointed or elected by the shareholders, in the manner provided in the by-laws of the corporation. Any person may hold any two or more offices. The names and addresses of the initial officers of this corporation are:

**DAVID L. FOSTER - President, Secretary and Treasurer
555 Fourth Street North
St. Petersburg, FL 33701**

Said officers shall hold office until their successors are duly elected by the shareholders.

ARTICLE XI - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XII - BY-LAWS

The power to adopt, alter, amend, or repeal by-laws shall be vested in the shareholders.

ARTICLE XIII - AMENDMENT

These Articles of Incorporation may be amended by the shareholders in the manner provided by law.

IN WITNESS WHEREOF, the undersigned shareholder has executed these Articles of Incorporation this 25th day of February, A.D., 2010.

A handwritten signature in cursive script, reading "David L. Foster", is written over a horizontal line.

DAVID L. FOSTER
Sole Shareholder of
FOSTER AND FOSTER, ATTORNEYS, P.A.