

10/9/2014

Division of Corporations

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**COR AMND/RESTATE/CORRECT OR O/D RESIGN
MCALLISTER GROUP, INC.**

Certificate of Status	0
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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
McALLISTER GROUP, INC.**

McALLISTER GROUP, INC. (the "Corporation"), a Florida corporation, does hereby amend its Articles of Incorporation as follows:

FIRST: The name of the Corporation is: McALLISTER GROUP, INC.

SECOND: The Corporation's authorized capital stock is amended to create two types of common stock as follows.

Article III of the Corporation's Articles of Incorporation is hereby deleted in its entirety and replaced with the following:

"ARTICLE III - CAPITAL STOCK

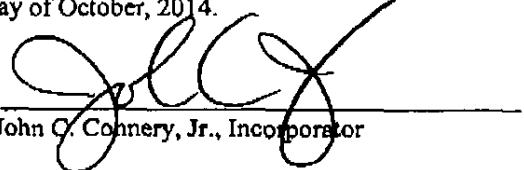
The total number of shares of capital stock which the Corporation is authorized to issue is 10,000 shares of common stock, \$0.01 par value per share ("**Common Stock**"), of which (a) 5,000 shares shall be designated as Voting Common Stock, \$0.01 par value per share (the "**Voting Common Stock**"), and (b) 5,000 shares shall be designated as Non-Voting Common Stock, \$0.01 par value per share (the "**Non-Voting Common Stock**"). The relative rights, preferences and limitations of the Voting Common Stock and Non-Voting Common Stock are identical in all respects, except that the right to vote for the election of directors and for all other purposes is vested exclusively in the holders of shares of the Voting Common Stock, and the holders of shares of Non-Voting Common Stock do not have voting rights, except as otherwise required by law.

In accordance with, and subject to the limitations of, Section 607.0602 of the Florida Business Corporation Act, the Board of Directors is hereby expressly authorized to determine, whole or in part, the preferences, limitations and relative rights of (a) any class of shares before the issuance of any shares of that class, or (b) one or more series within a class before the issuance of any shares of that series."

THIRD: The foregoing amendment was adopted effective as of October 8, 2014.

FOURTH: The foregoing amendment was adopted by the incorporator without shareholder action and shareholder action was not required.

The Corporation has caused these Articles of Amendment to Articles of Incorporation to be executed by its Incorporator on this 8th day of October, 2014.


John C. Connery, Jr., Incorporator

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