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BASIC AMENDMENT

JOHNSON SOUTHWEST, INC.

Certificate of Status	1
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Amended & Restated
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002/006

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FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

September 11, 2002

JOHNSON SOUTHWEST, INC. (ADDED TEXT)
PO BOX 2781
FT MYERS, FL 33902

SUBJECT: JOHNSON SOUTHWEST, INC.
REF: P93000033091

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

AN OFFICER TITLE MUST BE ADDED TO THE SIGNOR. INCORPORATORS CAN NOT BE CHANGED.***PLEASE CHANGE THE STATUTE NUMBER IN THE HEADING TO 607.1007.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6880.

Karen Gibson
Document Specialist

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Division of Corporations - P.O. BOX 6327 Tallahassee, Florida 32314

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003/006

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Karen Gibson
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FAX Aud. #: H02000194571
Letter Number: 802A00052087

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

FAX AUDIT NO.: H02000194571 4

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
JOHNSON SOUTHWEST, INC.
A Florida Corporation**

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DIVISION OF CORPORATIONS
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Pursuant to the provisions of Section 607.1007, Florida Statutes, Johnson Southwest, Inc., pursuant to a resolution duly adopted by its shareholders and board of directors, hereby adopts the following Amended and Restated Articles of Incorporation to its original Articles of Incorporation filed on May 6, 1993, under the name of Johnson Southwest, Inc., to be effective upon filing with the Florida Secretary of State:

ARTICLE I. NAME AND ADDRESS.

The name of this corporation shall be JOHNSON SOUTHWEST, INC. The principal business address of the corporation is 2158 Johnson Street, Fort Myers, Florida 33901.

ARTICLE II. DURATION.

This corporation was formed on May 6, 1993, and shall have perpetual existence thereafter.

ARTICLE III. PURPOSE.

The purpose for which the corporation is organized is the transaction of any and all lawful business for which a corporation may be incorporated under the Florida Business Corporation Act, as the same may from time to time be amended.

ARTICLE IV. CAPITAL STRUCTURE.

The aggregate number of shares of capital stock which this corporation shall have authority to issue shall be one million (1,000,000) shares of common stock, all of the same class and each having a par value of one dollar (\$1.00).

ARTICLE V. REGISTERED AGENT & OFFICE.

The name of the registered agent of the corporation at its registered office, and the street address of its registered office, is as follows:

<u>Name</u>	<u>Address</u>
Steven K. Morrison	2158 Johnson Street Fort Myers, FL 33901

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ARTICLE VI. DIRECTORS.

The business and the affairs of this corporation shall be managed by a Board of Directors, which shall be elected by the shareholders and serve as provided in the Bylaws. The number of the members of the Board of Directors may either be increased or decreased from time to time by the Bylaws, but shall never be less than one (1). The corporation has seven (7) Directors, and the name and address of these Directors are as follows:

<u>Name</u>	<u>Address</u>
Steven K. Morrison	2158 Johnson Street Fort Myers, FL 33901
Gary R. Bull	2158 Johnson Street Fort Myers, FL 33901
Andrew D. Tilton	2158 Johnson Street Fort Myers, FL 33901
Joseph W. Ebner	2158 Johnson Street Fort Myers, FL 33901
Kenton R. Keiling	2158 Johnson Street Fort Myers, FL 33901
Mark G. Wentzel	2158 Johnson Street Fort Myers, FL 33901
Kevin M. Winter	2158 Johnson Street Fort Myers, FL 33901

ARTICLE VII. BYLAWS.

The power to adopt, alter, amend or repeal bylaws shall be vested in both the Board of Directors and the shareholders. Bylaws adopted, altered, amended or repealed by the shareholders of the corporation may not be repealed, altered, amended or readopted by the Board of Directors if the shareholders so provide.

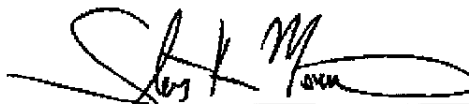
ARTICLE VIII. INCORPORATORS.

The name and the address of the person signing these Amended and Restated Articles of Incorporation is as follows:

<u>Name</u>	<u>Address</u>
Steven K. Morrison	2158 Johnson Street Fort Myers, FL 33901

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IN WITNESS WHEREOF, the person executing these Amended and Restated Articles of Amendment to the Articles of Incorporation has caused his hand and seal to be set this 9 day of Sept, 2002.



Steven K. Morrison, President.

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named to accept service of process for this corporation, at the place designated in these Amended and Restated Articles of Incorporation, I hereby accept the appointment, understand my duties as registered agent, and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Steven K. Morrison, Registered Agent