

**KOHL, METZGER, SPOTTS  
PONSOLDT & TAPPER**

PROFESSIONAL ASSOCIATION  
OF ATTORNEYS

50 SOUTHEAST KINDRED STREET  
STUART, FLORIDA 34994

STUART 561 223-9999

PORT PIERCE 561 468-0011

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P.O. Box 1155

STUART, FL 3495-1155

NAME: KOHL, JR.  
TITLE: ATTORNEY  
FIRM: KOHL, METZGER,  
SPOTTS, PONSOLDT &  
TAPPER, P.A.

P93000063005

February 17, 1997

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

RE: Amendment of Articles of Incorporation for  
Kohl, Metzger, Spotts, Ponsoldt & Tapper, P.A.  
Charter No.: P93000063005

Dear Sir/Madam:

300002092889--2  
-02/20/97--01022--006  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

Enclosed please find an original plus one copy of the Amendment to the Articles of Incorporation for KOHL, METZGER, SPOTTS, PONSOLDT & TAPPER, P.A. together with a check in the amount of \$87.50 payable to the Department of State. Please file the Amendment immediately and mail a certified copy back to me.

Thank you for your assistance in this matter.

Very Truly Yours,

*Elizabeth A. Motto*  
Elizabeth A. Motto  
Legal Assistant

Enclosures

*CU*  
*P93000063005*  
*NO*  
*\* End Copy*  
*2.20.97*

APPROVED  
AND  
FILED  
57 FEB 20 PM 1:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

AD-10000  
QW  
GFD

Pursuant to the provisions of Section 607.1006, Florida Statutes, the Articles of Incorporation of the above-named corporation (the "Corporation"), filed with the Department of State on September 9, 1993, and assigned Charter Number P93000063005, are hereby amended pursuant to a written consent in lieu of meeting executed by the holders of all of the Corporation's Common Stock and all of the Corporation's Directors on February 10, 1997, as follows:

**ARTICLE I** is hereby amended to read as follows:

The name of this corporation is KOHL, METZGER, SPOTTS & TAPPER, P.A.

There presently exists only four (4) shareholders of the issued and outstanding shares of the Corporation, the Corporation shall exchange the certificates of the said shareholders for a certificate representing an identical number of shares which properly reflects the name change of the Corporation and cause the shares taken in to be cancelled.

**This Amendment to the Articles of Incorporation was adopted by the shareholders and directors on February 10, 1997.**

The undersigned, being the President and Secretary of KOHL, METZGER, SPOTTS & TAPPER, P.A., hereby certify that the above and foregoing Amendment to the Articles of Incorporation was adopted as aforesaid on February 10, 1997.

IN WITNESS WHEREOF, we have hereunto set our hands and the seal of the Corporation on February 10, 1997.

ATTEST:

By:

Kathy A. Metzger  
Secretary

By:

N. Dean Kohl, Jr.  
President

STATE OF FLORIDA  
COUNTY OF MARTIN

The foregoing instrument was acknowledged before me this 10th day of February, 1997, by N. Dean Kohl, Jr., President and Kathy A. Metzger, Secretary, of KOHL, METZGER, SPOTTS & TAPPER, P.A., on behalf of the Corporation, who is personally known to me.

My Commission Expires:

Elizabeth A. Motto  
[Printed Name] Elizabeth A. Motto  
Notary Public, State of Florida

(SEAL)



Elizabeth A. Motto  
My Commission CC604263  
Expires November 26, 2000

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

57 FEB 20 PM 1:45

APPROVED  
AND  
FILED

**WRITTEN CONSENT OF THE STOCKHOLDERS  
AND DIRECTORS OF  
KOHL, METZGER, SPOTTS, PONSOLDT & TAPPER, P.A.  
IN LIEU OF A SPECIAL MEETING**

The undersigned, being all of the directors and stockholders of KOHL, METZGER, SPOTTS & TAPPER, P.A., in accordance with §§607.0821 and 607.0704 of the Florida General Corporation Act, as of February 10, 1997, do hereby waive the necessity of a meeting and do hereby consent in writing to the adoption of the following resolutions:

WHEREAS, it is in the best interests of the Corporation to change its name to KOHL, METZGER, SPOTTS & TAPPER, P.A.; now, therefore, it is

RESOLVED, that the name of the Corporation shall be changed to KOHL, METZGER, SPOTTS & TAPPER, P.A., that the President and Secretary of the Corporation are hereby instructed to file with the Secretary of State of Florida an Amendment to the Articles of Incorporation in the form attached to these minutes, that the President and Secretary of the Corporation shall issue new stock certificates in accordance with the attached Amendment to the Articles of Incorporation, and that the President and Secretary of the Corporation are authorized to take such further actions as may be reasonably necessary to effectuate the intent of these resolutions.

  
\_\_\_\_\_  
N. Dean Kohl, Jr., Director

  
\_\_\_\_\_  
Kathy A. Metzger, Director

  
\_\_\_\_\_  
Michael K. Spotts, Director

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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APPROVED  
AND  
FILED