

Division of Corporations

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P93000066759

Florida Department of State  
Division of Corporations  
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## COR AMND/RESTATE/CORRECT OR O/D RESIGN

DORSCH, INC.

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*Amended  
Restated  
4/30/09*

Facsimile Audit No.: H09000105878 3

AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
DORSCH, INC.

FILED  
09 APR 28 AM 9:15  
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TALLAHASSEE FLORIDA

DORSCH, INC., a Florida corporation (the "Corporation") does hereby certify follows:

1. The original Articles of Incorporation of the Corporation were filed with the Florida Secretary of State on September 20, 1993, and its document number with the State of Florida is P93000066759.

2. The Articles of Incorporation of the Corporation are amended and restated in their entirety to read as follows:

"ARTICLE I

CORPORATE NAME AND PRINCIPAL OFFICE

The name of this corporation is DORSCH, INC. (the "Corporation") and its principal office and mailing address is 1845 E. Memorial Blvd., Lakeland, Florida 33801.

ARTICLE II

COMMENCEMENT OF CORPORATE EXISTENCE

The effective date for this Corporation shall be September 20, 1993.

ARTICLE III

GENERAL NATURE OF BUSINESS

The Corporation may transact any lawful business for which corporations may be incorporated under Florida law.

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**ARTICLE IV**  
**CAPITAL STOCK**

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is 10,000,000 shares. Of such shares, 5,000,000 shares shall be shares of Class A common stock having a par value of \$.001 and 5,000,000 shares shall be shares of Class B common stock having a par value of \$.001. Each of the said shares of Class A common stock shall entitle the holder thereof to one (1) vote at any meeting of the stockholders. The holders of the shares of Class B common stock shall have no voting rights. Voting rights shall be the sole difference between the shares of Class A and Class B common stock.

**ARTICLE V**  
**REGISTERED OFFICE AND AGENT**

The name and street address of the registered agent of the Corporation shall be BUSH ROSS REGISTERED AGENT SERVICES, LLC, 1801 N. Highland Avenue, Tampa, Florida 33602.

**ARTICLE VI**  
**INCORPORATOR**

The name and address of the Corporation's incorporator is Mark W. Merrill; Icard, Merrill, Cullis, Timm, Furen & Ginsburg, P.A.; 101 E. Kennedy Blvd., Ste. 3570; Tampa, FL 33602.

**ARTICLE VII**  
**BY-LAWS**

The power to adopt, alter, amend or repeal by-laws of this Corporation shall be vested in its shareholders and separately in its Board of Directors, as prescribed by the by-laws of the Corporation.

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**ARTICLE VIII**  
**INDEMNIFICATION**

If the criteria set forth in §607.0850(1) or (2), *Florida Statutes*, as then in effect, have been met, then the Corporation shall indemnify any director, officer, employee or agent thereof, whether current or former, together with his or her personal representatives, devisees or heirs, in the manner and to the extent contemplated by §607.0850, as then in effect, or by any successor law thereto."

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3. The foregoing amendment and restatement, having been adopted as of April 28, 2009, shall become effective as of the close of business on the date these Articles of Amendment and Restatement are approved by the Florida Department of State and all filing fees then due have been paid, all in accordance with the corporation laws of the State of Florida.

4. The amendment recited in Section 2. above has been approved in accordance with the requirements of §607.1003, Florida Statutes, the Corporation's board of directors having adopted the same and recommended passage to its shareholders and the holders of all shares of the Corporation's issued and outstanding voting stock having undertaken written action in favor of the amendment in the manner authorized by Section 607.0704, Florida Statutes, such action being sufficient for approval.

IN WITNESS WHEREOF, the Corporation has caused these Amended and Restated Articles of Incorporation to be prepared under the signature of the President this 28th day of April, 2009.

DORSCH, INC.

By:   
Daniel J. Dorsch, President