

P93000087450

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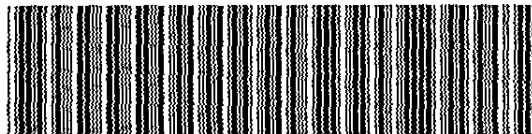
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Amend

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RF
9/11/03



CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 238133 81523A

AUTHORIZATION

Patricia Pizutto

COST LIMIT : \$ 43.75

ORDER DATE : September 11, 2003

ORDER TIME : 10:34 AM

ORDER NO. : 238133-005

CUSTOMER NO: 81523A

CUSTOMER: Mr. Robert Boyd
Decubellis & Meeks
837 North Garland Avenue

Orlando, FL 32801

DOMESTIC AMENDMENT FILING

NAME: AVERETT, WARMUS, DURKEE,
BAUDER & THOMPSON, P.A.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Norma Hull -- EXT# 1115

EXAMINER'S INITIALS: _____

**ARTICLES OF AMENDMENT TO
AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
AVERETT, WARMUS, DURKEE, BAUDER & THOMPSON, P.A.
(P93000087450)**

FILED
03 SEP 11 PM 3:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FIRST: Amendment(s) adopted:

Article 6A is hereby added to the Amended and Restated Articles of Incorporation (the "Articles") as follows:

ARTICLE 6A – PRINCIPAL DIRECTORS

6A.1 The Board of Directors, by resolution adopted by an affirmative vote of seventy (70%) percent of the Board of Directors, may designate Principal Directors from time to time from among the employees of the Corporation. The Principal Directors shall be a separate class of director from the Board of Directors as set forth in the Corporation's Articles and Bylaws. Each Principal Director may vote on all matters voted on by the Board of Directors, except that the Principal Directors shall not be entitled to vote on those matters requiring greater than a simple majority affirmative vote of the directors or the Board of Directors for approval as determined by the Board of Directors or on any matter concerning the compensation of any Shareholder or any Principal Director. The term "Director" as used in these Articles of Amendment shall mean a Director of the Corporation who is also a Shareholder of the Corporation, and the term "Board of Directors" shall mean the Directors of the Corporation who are also Shareholders of the Corporation. The term "Principal Director" shall mean a director of the Corporation who is not also a Shareholder of the Corporation and as further described in these Articles of Amendment.

6A.2 The Corporation shall have one (1) Principal Director initially. The number of Principal Directors may be either increased or diminished from time to time as established by the Board of Directors pursuant to 6A.1 herein. The name and street address of the initial Principal Director of this Corporation is as follows:

Tana Senn

1417 East Concord Street
Orlando, Florida 32803

6A.3 Any Principal Director may be removed from office for any cause deemed sufficient by the Board of Directors of the Corporation. Such removal shall be by the affirmative vote of seventy (70%) percent of the Board of Directors.

6A.4 Notwithstanding anything to the contrary set forth in the Bylaws or Articles of Incorporation, a Principal Director shall not be a shareholder in the Corporation and shall have no rights as a shareholder in the Corporation. In the event a Principal Director becomes a shareholder in the Corporation, the Principal Director shall automatically be deemed to have resigned as a Principal Director of the Corporation, and the former Principal Director shall be deemed a Director of the Corporation pursuant to the Bylaws.

6A.5 At every meeting of the Board of Directors at which a Principal Director is entitled to vote, and on each matter on which the Principal Director is entitled to vote, the Principal Director shall have, as to each such matter submitted to a vote, one vote in person or by proxy. The vote of a Principal Director on those matters on which the Principal Director is entitled to vote shall have the same weight as the vote of a Director. A Principal Director may vote through a proxy appointed by a written instrument signed by the Principal Director which is delivered to the secretary of the meeting.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

None

THIRD: The date of each amendment's adoption: _____, 2003

FOURTH: Adoption of Amendment (s) (CHECK ONE)

☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

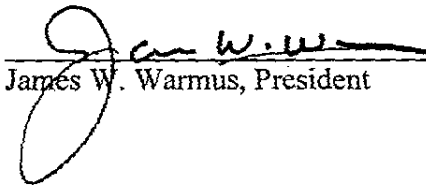
☐ The amendment(s) was/were approved by the shareholders through voting groups.
The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____."

☐ The amendment(s) was/were adopted by the Board of Directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 18th day of August, 2003.


James W. Warmus, President

CERTIFICATE TO ARTICLES OF AMENDMENT TO
AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
AVERETT, WARMUS, DURKEE, BAUDER & THOMPSON, P.A.

These Articles of Amendment to Amended and Restated Articles of Incorporation is adopted and filed pursuant to Section 607.1006, Florida Statutes.

The name of the Corporation is Averett, Warmus, Durkee, Bauder & Thompson, P.A.

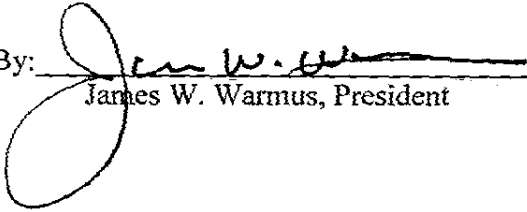
The text of the Articles of Amendment to Amended and Restated Articles of Incorporation is set forth in the Articles of Amendment attached hereto.

The Articles of Amendment to the Amended and Restated Articles of Incorporation required shareholder approval. The Amendments contained in these Articles of Amendment have been adopted and approved unanimously by all of the Shareholders and all of the Directors of the Corporation and such approval was sufficient for the adoption of these Articles of Amendment to Amended and Restated Articles of Incorporation.

The Articles of Amendment contained herein do not provide for an exchange, reclassification, or cancellation of issued shares.

These Articles of Amendment were adopted by all of the Shareholders and all of the Directors of the Corporation on the 18th day of August, 2003.

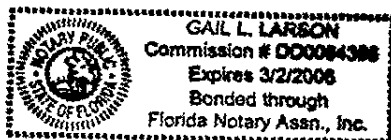
Averett, Warmus, Durkee, Bauder, & Thompson, P.A.

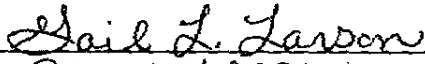
By: 
James W. Warmus, President

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 18TH day of AUGUST, 2003, by James W. Warmus, as President of Averett, Warmus, Durkee, Bauder & Thompson, P.A., who is personally known to me ~~or who produced~~ _____
~~as identification.~~

NOTARY PUBLIC:



Sign: 
Print: GAIL L. LARSON