

P94000033275

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

4/12
G.A. [Signature]

TRANSMITTAL LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: H & C MANAGEMENT, INC.

DOCUMENT NUMBER: P94000033275

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

PETER A. McFarlane
(Name of Person)

PETER A. McFARLANE, P.A.
(Name of Firm/ Company)

500 South Florida Avenue, Suite 715
(Address)

Lakeland, Florida 33801
(City/ State/ and Zip Code)

For further information concerning this matter, please call:

Peter A. McFarlane at (863) 647-1581
(Name of Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- | | | | |
|--|--|---|--|
| <input type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | <input type="checkbox"/> \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy
is enclosed) |
|--|--|---|--|

Mailing Address
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address
Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

PETER A. MCFARLANE, P.A.

Attorney at Law

Member Of New Hampshire Bar Assn.
Member Of Colorado Bar Assn.
Member Of Florida Bar Assn.

April 9, 2004

500 South Florida Avenue
Suite 715
Lakeland, Florida 33801
(863) 647-1581
(863) 647-3992 Fax

VIA FEDERAL EXPRESS

Personal and Confidential for Anna

Ms. Anna Chestnut
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32299

RE: H & C Management, Inc. Purchase, and
CRF Management Co., Inc. Additional Vice President

Dear Anna:

Thank you for attempting to assist us in getting this accomplished today. I had so many interruptions yesterday, I simply overlooked the fact that Mr. McFarlane had not secured Mr. Maxwell's signature. I am enclosing new documents for the above-referenced changes.

Should there be anything further that we need to do, please call us at 800/778-6867, to discuss so that there would not be an extra two days delay.

Thank you for your assistance in these matters.

Sincerely,



Patricia H. Reagan
Assistant to Peter A. McFarlane

\phr

enclosures



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

March 31, 2004

PETER A. MCFARLANE, P.A.
ATTORNEY AT LAW
500 SOUTH FLORIDA AVE., STE 715
LAKELAND, FL 33801

SUBJECT: H & C MANAGEMENT, INC.
Ref. Number: P94000033275

840024718600

We have received your document for H & C MANAGEMENT, INC. and check(s) totaling \$52.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

We are enclosing the proper form(s) with instructions for your convenience.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/limited liability company"); and the registered agent's signature.

The date of adoption of each amendment must be included in the document.

The amendment must be adopted in one of the following manners:

(1) If an amendment was approved by the shareholders, one of the following statements must be contained in the document.

(a) A statement that the number of votes cast for the amendment by the shareholders was sufficient for approval, -or-

(b) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

(2) If an amendment was adopted by the incorporators or board of directors without shareholder action.

(a) A statement that the amendment was adopted by either the incorporators or board of directors and that shareholder action was not required.

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) 245-6908.

Anna Chesnut
Document Specialist

Letter Number: 504A00021067

PETER A. McFARLANE, P.A.

Attorney at Law

Member Of New Hampshire Bar Assn.
Member Of Colorado Bar Assn.
Member Of Florida Bar Assn.

500 South Florida Avenue
Suite 715
Lakeland, Florida 33801
(863) 647-1581
(863) 647-3992 Fax

March 25, 2004

Division of Corporations
Amendment Section
P.O. Box 6327
Tallahassee, Florida 32314

RE: Amendment to Article of Incorporation
H and C Management, Inc.
Doc No.: P94000033275
FEI No.: 593241788
Date filed: April 29, 1994

To Whom It May Concern:

Enclosed please find a Written Consent of the Stockholders and Directors of H and C Management Inc. in which the Officers, Directors and Registered Agent are replaced by the following:

1. Lawrence T. Maxwell, President/Director
2. William D. Drost, Vice President/Director
3. Benjamin Falk, Secretary/Treasurer
4. Peter A. McFarlane, Agent

Please make the corrections and return a certified copy and Certificate of Status to my attention.

Sincerely,



Peter A. McFarlane, Esquire

PM/rs

Articles of Amendment
to
Articles of Incorporation
of

H & C MANAGEMENT, INC.

(Name of corporation as currently filed with the Florida Dept. of Stat

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04 APR -9 AM 11:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P94000033275

(Document number of corporation (if known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

NEW CORPORATE NAME (if changing):

N/A

(must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.")

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: (BE SPECIFIC)

1. Warren K. Heath resigns as Director and Officer

2. Pamela S. Heath resigns as Director and Officer

3. Lawrence T. Maxwell is elected President and Director

4. William D. Drost is elected Vice President and Director

5. Benjamin D. E. Falk is elected Secretary/Treasurer.

Peter A. McFarlane is the new Registered Agent, whose address is PETER A. MCFARLANE, P.A.,

500 South Florida Avenue, Suite 715, Lakeland, FL 33801, and by signing below

is aware and accepts the duties and responsibilities of a Registered Agent.

(Attach additional pages if necessary)

If an amendment provides for exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself: (if not applicable, indicate N/A)

(continued)

The date of each amendment(s) adoption: March 1, 2004

Effective date if applicable: March 17, 2004
(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(CHECK ONE)**

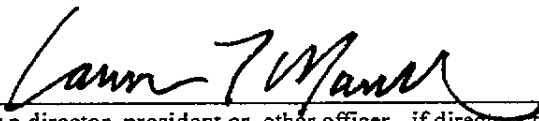
- ☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each 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
_____"
(voting group)

- ☐ 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 8th day of April, 2004.

Signature


(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

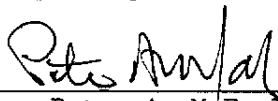
Lawrence T. Maxwell

(Typed or printed name of person signing)

President

(Title of person signing)

I am familiar with and accept responsibility as Registered Agent for the corporation.


Peter A. McFarlane

FILING FEE: \$35