

P94000083559

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ADMITTED TO PRACTICE
FLORIDA
NEW YORK

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

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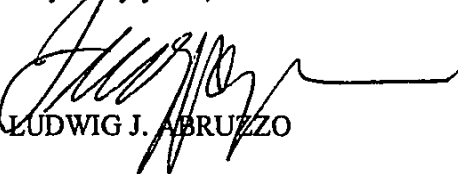
Re: Articles of Incorporation of AMBROSE & BAKER PAINTING, INC.

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, the Certificate of Designation, Registered Agent/Registered Office, and our check in the amount of \$43.75 for filing fees for Articles of Amendment, the Designation, and a certificate of status of the Articles of Incorporation under seal.

Please file and return the Articles at your earliest convenience. Thank you.

Very Truly yours,



LUDWIG J. ABRUZZO

LJA:rd
Enclosures

cc: Richard H. Baker

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NC
FILED
97 JAN 29 AM 9:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 21, 1997

Ludwig J. Abruzzo, Esq.
1044 Castello Dr.
Suite 101
Naples, FL 34103

SUBJECT: AMBROSE & BAKER PAINTING, INC.
Ref. Number: P94000083559

We have received your document for AMBROSE & BAKER PAINTING, INC. and check(s) totaling \$78.75. However, your check(s) and document are being returned for the following:

The fee to file articles of amendment is \$35. For each certified copy requested, please add an additional \$52.50.

Our records indicate the current name of the entity is as it appears on the enclosed computer printout. Please correct the name throughout the document.

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 (904) 487-6908.

Steven Harris
Corporate Specialist

Letter Number: 797A00002833

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
AMBROSE & BAKER PAINTING, INC.**

Pursuant to the provisions of Section 607-1006, Florida Statutes, thi Florida profit corporation adopts the following Articles of Amendment to its Articles of Incorporation.

- FIRST:** Amendment Adopted:
Article FIRST is amended to change the Corporate name to read : The name of the Corporation is BAKER & PRICE PAINTING, INC.
- SECOND:** Article FIFTH is amended to read:
The initial address in Florida of the requested office of the Corporation is 1141 S. Alhambra Circle, Naples, Florida 34103 and name of the registered agent is Richard H. Baker III.
- THIRD:** The date of each amendment's adoption:
January 10, 1997.
- FOURTH:** The amendments were approved by the shareholders. The number of votes cast for the amendments were sufficient for approval.

Signed this 23 day of January, 1997.



Richard H. Baker, III
President.

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CLERK OF STATE
TALLAHASSEE, FLORIDA

**AMENDED CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent, in the State of Florida.

1. The name of the corporation is:

BAKER & PRICE PAINTING, INC.
2. The name and address of the registered agent and office is:

1141 S. Alhambra Circle
Naples, Florida 34103

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment 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.

Signature: Richard H. Baker III


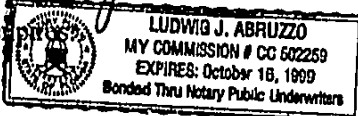
Date: January 10, 1997

STATE OF FLORIDA)
)
COUNTY OF COLLIER)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BEFORE ME, this day, personally appeared RICHARD H. BAKER, III and CRAIG R. AMBROSE who are personally known to me or who provided Florida Driver's Licenses as identification and are known to me to be the individuals named herein as Incorporators and who executed the foregoing Articles of Incorporation as said Incorporators of the above-named BAKER & PRICE PAINTING, INC. a Florida corporation, and they acknowledged to and before me that they executed said document as such Incorporators and on behalf of said corporation with due authorization to do so.

WITNESS my hand and official seal, this 23 day of January, 1997.


Notary Public
My commission expires

LUDWIG J. ABRUZZO
MY COMMISSION # CG 502259
EXPIRES: October 18, 1999
Bonded Thru Notary Public Underwriters