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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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03 DEC 31 PM 2:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 380286 7274201

AUTHORIZATION :

Patricia Pajula

COST LIMIT : \$ 43.75

ORDER DATE : December 31, 2003

ORDER TIME : 11:33 AM

ORDER NO. : 380286-005

CUSTOMER NO: 7274201

CUSTOMER: Thomas M. Reiter, Esq
Brant Abraham Reiter &
Suite 2750
50 North Laura Street
Jacksonville, FL 32202

DOMESTIC AMENDMENT FILING

NAME: CFO SERVICES, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Amanda Haddan -- EXT# 2955

EXAMINER'S INITIALS: _____

ARTICLES OF AMENDMENT

CFO SERVICES, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

These Articles of Amendment are filed pursuant to Florida Statutes Section 607.1006, to reflect an amendment to the Articles of Incorporation of CFO Services, Inc. and in connection therewith, the undersigned officers, acting upon authority of the Board of Directors of CFO Services, Inc., and upon authority of all of the shareholders of this Corporation, hereby set forth as follows:

1. The name of this Corporation is CFO Services, Inc.
2. The Articles of Incorporation of CFO Services, Inc. have been amended by deleting Article III in its entirety and by substituting in lieu thereof the following Article:

"ARTICLE III - CAPITAL STOCK

The authorized capital of the Corporation shall be 10,000 shares of the common stock at a par value of \$0.01 per share."

3. The Articles of Incorporation of CFO Services, Inc. have been further amended by adding a new Article VI and Article VI shall read in full as follows:

"ARTICLE VI - PREEMPTIVE RIGHTS

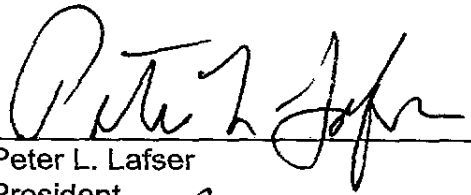
Every Stockholder, upon the sale of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others. The provisions of this Article relating to preemptive rights shall only be changed and/or modified by unanimous written consent of all Stockholders of the Corporation."

4. In accordance with Florida Statutes Section 607.1003, the above Amendment was adopted by the Board of Directors on December 30, 2003, and written consent to the Amendment was given on December 30, 2003, by all the shareholders comprising the

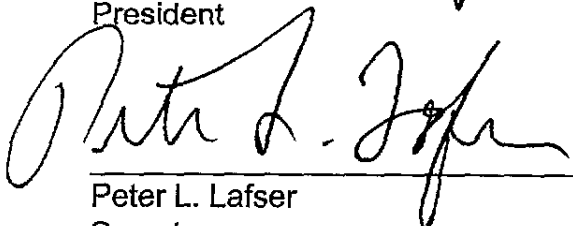
only voting group in accordance with Florida Statutes Section 607.0704. The number of votes cast for the Amendment by the stockholders is sufficient for approval of the Amendment by all voting groups of the Corporation.

5. Upon the filing of these Articles of Amendment by the Department of State, the above Amendment shall become effective and the Articles of Incorporation of CFO Services, Inc., shall be deemed to be amended accordingly.

DATED this 30 day of December, 2003.



Peter L. Lafser
President



Peter L. Lafser
Secretary

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