

P95000037562

ACCOUNT NUMBER: FCA000000005

REFERENCE:
(Sub Account) _____

DATE: 5/28

REQUESTOR NAME: Lexis Document Services

ADDRESS: _____

TELEPHONE: (____) (____) ext (____)

CONTACT NAME: _____

CORPORATION NAME: AAM Palm Beach Capital Group, Inc.

DOCUMENT NUMBER:
(if applicable) _____

AUTHORIZATION: _____

Cynthia J. Woodyard

Amend.

- ☒ CERTIFIED COPY (1-9)
☐ CERTIFICATE OF STATUS (1-9)
☐ PLAIN STAMPED COPY

- () Call When Ready () Call if Problem
() Walk In () Will Wait
() Mail Out

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

RECEIVED
02 MAY 28 AM 11:50

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 MAY 28 4:30
FILED
Pick Up

70000561

*Amend
T. Lewis 5/28/02*

**AMENDMENT TO
ARTICLES OF INCORPORATION
OF
AAM PALM BEACH CAPITAL GROUP, INC.**

FILED
02 MAY 28 PM 1:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AAM PALM BEACH CAPITAL GROUP, INC., a Florida corporation, under its corporate seal and the hands of its President and attested to by its Secretary, hereby certifies that:

Upon the proposal of the Board of Directors of the corporation adopted as of May 10, 2002, and by vote of holders of the outstanding stock of the corporation on May 24, 2002, sufficient for approval, the Shareholders resolved that, effective on the date of filing with the Department of State of Florida, the Certificate of Incorporation of AAM Palm Beach Capital Group, Inc., which was approved and filed with the office of the Secretary of State at Tallahassee, Florida on May 11, 1995, as amended pursuant to an Amendment to Articles of Incorporation approved and filed in the office of the Secretary of State at Tallahassee, Florida on July 5, 2001 and as further amended pursuant to the Certificate and Plan of Merger filed in the office of the Secretary of State at Tallahassee, Florida effective at 11:59 p.m. on January 31, 2002, be amended by striking Article V thereof in its entirety and by substituting therefor the following:

**ARTICLE V
CAPITAL**

The corporation is authorized to issue One Million One Hundred Thousand (1,100,000) shares of capital stock consisting of 1,000,000 shares of common stock, \$.01 par value per share (the "Common Stock"), and 100,000 shares of preferred stock, \$100 par value per share (the "Preferred Stock"). Shares of Preferred Stock may be issued by the corporation from time to time in one or more series, with such designations, powers, privileges, preferences and relative, participating, optional, conversion or other rights, if any, permitted by law and as the Board of Directors shall from time to time provide for and fix by resolution or resolutions. Each such class or series of Preferred Stock shall have such voting powers, full or limited, or no voting powers, and such preferences and relative, participating, optional, conversion and other special rights and such qualifications, limitations or restrictions thereof, as shall be stated in such resolution or resolutions providing for the issue of such class or series of Preferred Stock as may be adopted from time to time by the Board of Directors prior to the issuance of any shares thereof pursuant to the authority hereby expressly vested in it, all in accordance with the laws of the State of Florida.

No holders of shares of the corporation of any class, now and hereafter authorized, shall have any preferential or preemptive rights to subscribe for, purchase or receive any shares of the corporation of any class, now or hereafter authorized, or any options or warrants for such shares, or any rights to subscribe for, purchase or receive any securities convertible to or exchangeable for shares, which may at any

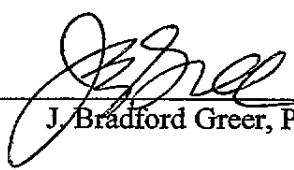
time be issued, sold or offered for sale by the corporation, except in the case of any shares of Preferred Stock to which such rights are specifically granted by any resolution or resolutions of the Board of Directors adopted pursuant to this Article V or in the case of any agreement authorized by the Board of Directors specifically granting such rights to a holder of shares of the corporation.

IN WITNESS WHEREOF, said corporation has caused this Certificate to be signed in its name by its President and attested by its Secretary this 24th day of May, 2002.

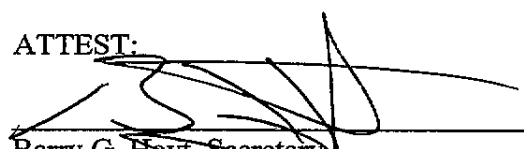
AAM PALM BEACH CAPITAL GROUP, INC.

(CORPORATE SEAL)

By: _____


J. Bradford Greer, President

ATTEST: _____


Barry G. Hoyt, Secretary