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JOY MCCANN GENERAL PARTNER, INC.

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# AMENDED AND RESTATED ARTICLES OF INCORPORATION OF JOY MCCANN GENERAL PARTNER, INC.

Pursuant to the provisions of Section 607.1007, Florida Statutes, IOY MCCANN GENERAL PARTNER, INC., a Florida corporation (the "Corporation"), whose Articles of Incorporation ("Articles") were originally filed with the Florida Department of State on August 15, 1996 under the prior name of HFC GENERAL PARTNER, INC., and was assigned document number P96000068298, hereby amends and restates its Articles in their entirety as follows.

## ARTICLE I - NAME

The name of the Corporation is JOY MCCANN GENERAL PARTNER, INC.

## **ARTICLE II - ADDRESS**

The principal address of the Corporation is 1700 S. MacDill Avenue, Suite 360, Tampa Florida 33629. The mailing address of the Corporation is 1700 S. MacDill Avenue, Suite 350 Tampa, Florida 33629.

#### **ARTICLE III - DURATION**

This Corporation shall have perpetual existence.

#### ARTICLE IV - PURPOSE

This Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

### ARTICLE V - CAPITAL STOCK

This Corporation is authorized to issue 10,000 shares of \$1.00 par value common stock, which shall be designated "Common Shares."

## ARTICLE VI - REGISTERED OFFICE AND AGENT

The name of the registered agent of this Corporation is ROBERT H. WALTUCH. The address of the registered agent is 100 S. Ashley Drive, Suite 1500, Tampa, Florida 33602.

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#### **POWERS**

Subject to the restrictions in these Articles or the Bylaws, the corporation shall have all corporate powers authorized by the laws of the State of Florida for corporations for profit.

### ARTICLE VII - BYLAWS

The Bylaws of this Corporation may be adopted, altered, amended or repealed by either the Shareholders or Directors, except as otherwise provided in the Bylaws.

## <u>ARTICLE IX - AMENDMENT</u>

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida Business Corporation Act.

These Amended and Restated Articles of Incorporation were adopted by the Board of Directors and all Shareholders of the Corporation, and the votes were sufficient for approval. These Amended and Restated Articles of Incorporation were duly executed and are being filed in accordance with Section 607.1007, Florida Statutes.

Dated: 10 - 12, 2010.

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## CERTIFICATE OF ACCEPTANCE

Having been named registered agent, to accept service of process for the above stated Corporation at the place designated in its Articles of Incorporation, I hereby agree to act in such capacity. I am familiar with, and accept the obligations provided for in Chapter 608. Florida Statutes.

Robert h. Waltuch Registered Agent

Dated: 10/12 , 2010