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Fax Number : (850) 205-0380

From: *Shue Costa*
Account Name : FOWLER, WHITE 2
Account Number : 119990000148
Phone : (813) 228-7411
Fax Number : (813) 228-9401

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DIVISION OF CORPORATIONS

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ALLIANCE SERVICES CORPORATION

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AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
ALLIANCE SERVICES CORPORATION

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TALLAHASSEE, FLORIDA

Pursuant to 607.1003, 607.1006 and 607.1007 of the Florida Business Corporation Act, Alliance Services Corporation hereby certifies that:

FIRST: The corporation is named Alliance Services Corporation and was incorporated in the state of Florida on December 20, 1996. These Amended and Restated Articles of Incorporation amend, restate, and supersede in their entirety any and all prior Articles of Incorporation of the corporation filed with the State of Florida from the date of the corporation's original incorporation through the date hereof.

SECOND: These Amended and Restated Articles of Incorporation, were adopted by the shareholders and directors of the corporation in the manner and by the vote required by the Florida Business Corporation Act. These amendments were approved by the shareholders of the corporation pursuant to a Unanimous Written Consent to Corporate Action dated the 13th day of JUNE, 2006 and the votes cast by the shareholders was sufficient for approval.

ARTICLE I

Name and Address

The name of this corporation shall be Alliance Services Corporation.

The principal office and mailing address of this corporation shall be 15402 N. Nebraska Ave., Suite 204, Lutz, Florida 33549.

ARTICLE II**Existence of Corporation**

This corporation shall have perpetual existence.

ARTICLE III**Purposes**

The nature of the business and the purpose to be conducted and promoted by the corporation, is to exercise all powers enumerated in the Florida Business Corporation Act of necessary or convenient to the conduct, promotion or attainment of the business or purposes otherwise set forth herein.

ARTICLE IV**Capital Stock**

(a) The total number of shares of capital stock authorized to be issued by the corporation (the "Shares") shall consist of one class only and shall be comprised of 1,000 shares of common capital stock having a par value of \$1.00 per share.

ARTICLE V**Registered Office and Registered Agent**

The street address of the corporation's registered office is 501 East Kennedy Boulevard, Suite 1700, Tampa, Florida 33602 and the name of the corporation's registered agent at such address is Richard A. Jacobson.

ARTICLE VI**Board of Directors**

The number of directors of the corporation shall such number as from time to time fixed by, or in the manner prescribed by, the bylaws of the Corporation.

ARTICLE VII**Indemnification**

No director of the Corporation shall be personally liable to the Corporation or its shareholders for monetary damages to the Corporation or any other person for any statement,

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vote, decision, or failure to act, regarding corporate management or policy, as a director, except to the extent that such exemption from liability or limitation thereof is not permitted under the Florida Business Corporation Act.

The Corporation shall indemnify to the fullest extent permitted by law any person who is made, or is threatened to be made, a party to any action suit or proceeding (whether civil, criminal, administrative, or investigative) by reason of the fact that he or she is or was a director or officer of the Corporation or serves or served any other enterprises at the request of the Corporation. If the Florida Business Corporation Act is amended after the filing of these ~~Amended and Restated Articles of Incorporation of which this Article IX is a part to authorized~~ corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the corporation shall be eliminated or limited to the fullest extent permitted by the Florida Business Corporation Act as so amended.

IN WITNESS WHEREOF, the undersigned, on behalf and in the name of the corporation, has caused these Amended and Restated Articles of Incorporation to be executed this 13th day of JUNE, 2006

By: 

Steven R. Schmidt

Its: President and Sole Director

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