



THE UNITED STATES  
CORPORATION  
COMPANY

P97000005387

ACCOUNT NO. : 072100000032

REFERENCE : 242378 4303929

AUTHORIZATION :

COST LIMIT : \$ 87.50

*Patricia Pigott*

ORDER DATE : January 30, 1997

ORDER TIME : 10:08 AM

ORDER NO. : 242378-005

100002073951--1

CUSTOMER NO: 4303929

CUSTOMER: Ms. Sheryl C. Vainstein  
Greenberg Traurig Hoffman  
22nd Floor  
1221 Brickell Avenue  
Miami, FL 33131-3238

DOMESTIC AMENDMENT FILING

NAME: GARDNER SIMPSON, INC.

EFFECTIVE DATE:

☒ ARTICLES OF AMENDMENT  
☐ RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY  
☐ PLAIN STAMPED COPY  
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kathy Drake

EXAMINER'S INITIALS:

*me w/ Amendment  
Change DC 1/31/97*

FILED  
97 JAN 30 PM 3:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
RECEIVED  
97 JAN 30 AM 11:31  
DIVISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

January 30, 1997

CSC - KATHY DRAKE

TALLAHASSEE, FL

SUBJECT: GARDNER SIMPSON, INC.  
Ref. Number: P97000005387

**RESUBMIT**

Please give original  
submission date as file date.

We have received your document for GARDNER SIMPSON, INC. and the authorization to debit your account in the amount of \$87.50. However, the document has not been filed and is being returned for the following:

Please indicate whether Article IV or VI is being amending. The amendment document states RESOLVED, THAT ARTICLE VI OF THE CORPORATION .... is being amended and ARTICLE IV is in the heading of the Article being amended. Which Article is being amended?

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) 487-6906.

Darlene Connell  
Corporate Specialist

Letter Number: 697A00004965

RECEIVED  
96 JAN 31 PM 1:54  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
GARDNER SIMPSON, INC.**

**FILED**  
91 JAN 30 PM 3:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act (the "Act"), the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the corporation is **GARDNER SIMPSON, INC.** (the "Corporation"), Charter #P97000005378, filed on January 17, 1997.

2. The following Amendments to the Articles of Incorporation were adopted by all of the Directors of the Corporation and by the sole Shareholders of the Corporation, the number of votes cast being sufficient for approval, on January 27, 1997 in the manner prescribed by Section 607.1003 of the Act:

**RESOLVED**, that Article I of the Corporation's Articles of Incorporation shall be amended in its entirety to read as follows:

**ARTICLE I**

The name of the Corporation is **GARDNER SIMPSON, INC.** (hereinafter called the "Corporation").

**RESOLVED**, that Article II of the Corporation's Articles of Incorporation shall be amended in its entirety to read as follows:

**ARTICLE II**

The address of the principal office and the mailing address of the Corporation is 10 Park Avenue, New York, New York 10016.

**RESOLVED**, that Article VI of the Corporation's Articles of Incorporation shall be amended in its entirety to read as follows:

**ARTICLE VI**

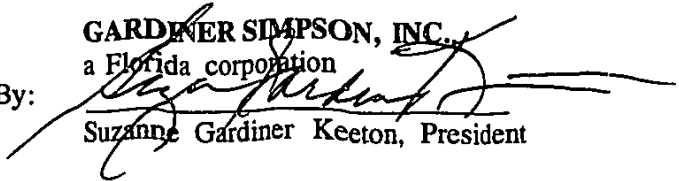
The Board of Directors shall consist of at least one (1) director, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws. The number of Directors constituting the initial Board of Directors is two (2), and the names and addresses of the members of the initial Board of Directors, who will serve as the Corporation's directors until successors are duly elected and qualified are:

Suzanne Gardiner Keeton  
10 Park Avenue  
New York, New York 10016.

Elizabeth Simpson Ansley  
10 Park Avenue  
New York, New York 10016.

3. Except as hereby amended, the Articles of Incorporation of the Corporation shall remain the same.

**IN WITNESS WHEREOF**, the undersigned being the President of the Corporation, has executed these Articles of Amendment to Articles of Incorporation of Florida Academic Enterprises, Inc. this 27 day of January, 1997.

**GARDNER SIMPSON, INC.**  
a Florida corporation  
By:   
Suzanne Gardiner Keeton, President