

Division of Corporations

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PA7000006174

Florida Department of State
Division of Corporations
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NDC CONSTRUCTION COMPANY

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
NDC CONSTRUCTION COMPANY

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TALLAHASSEE, FLORIDA

ARTICLE I

The name of the Corporation is NDC Construction Company (the "Corporation")

ARTICLE II

Article III of the Articles of Incorporation of the Corporation is hereby deleted in its entirety and replaced with the following new Article III:

"The corporation shall have the authority to issue not more than ninety thousand (90,000) shares of voting common stock, with no par value, and not more than ten thousand (10,000) shares of non-voting common stock, with no par value. The voting common stock and the non-voting common stock shall be entitled to receive the net assets of the corporation upon dissolution in equal shares, but only the voting stock shall have voting rights. All of the authorized stock of this Corporation shall be fully paid and non-assessable upon issue, and all such stock may be issued or disposed of for such consideration payable in cash, property, real or personal or mixed, labor or services, at a just valuation to be fixed by the Board of Directors of this Corporation. The directors of this Corporation, in any legal meeting, are authorized to issue and dispose of all or any part of the authorized stock of this corporation for such consideration aforesaid, at a valuation as the directors thereof deem equitable."

ARTICLE III

A new Article XI is hereby added to the Articles of Incorporation of the Corporation as follows:

"ARTICLE XI
INDEMNIFICATION

To the fullest extent permitted by Chapter 607 of the Florida Statutes (the "Statutes"), as the same may be from time to time amended, but subject to all restrictions set forth therein, the corporation shall indemnify, hold harmless, and advance expenses to, as defined in the statutes, any person, his or her heirs, personal representative, executor, administrator or guardian who was or is a party to any proceeding, as defined in the Statutes, by reason of the fact that he or she is or was a Director or officer of the corporation, against liability as defined in the Statutes, expenses as defined in the Statutes and amounts paid in settlement

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incurred in connection with such proceeding, including any appeal thereof. This indemnification article shall specifically not apply to persons or entities who are or were employees or agents of the corporation, but who are not or were not Directors or officers of the corporation. To be reimbursed, the Director or officer must submit a request for reimbursement to the Corporation within 60 days of incurring liability for the amount. The Corporation shall make reimbursement within 10 days of receiving the reimbursement request."

ARTICLE IV

The foregoing amendments were approved and ratified by a unanimous vote of the Shareholders, effective April 1, 2009, at which meeting a quorum was present in accordance with Section 607.1003 of the Florida Statutes and the Corporation's Bylaws. Therefore, the Secretary of State is hereby requested to approve and file these Articles of Amendment in accordance with Chapter 607, Florida Statutes.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment effective the 1st day of April 2009.

NDC CONSTRUCTION COMPANY,
a Florida corporation

By: 

Ronald J. Allen, President