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Division of Corporations

FAX NO.

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P97000048444

Florida Department of State
Division of Corporations
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TALLAHASSEE, FLORIDA

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**COR AMND/RESTATE/CORRECT OR O/D RESIGN
WOODS 'N WATER MAGAZINE, INC.**

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$35.00

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Amend & Restate

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**ARTICLES OF AMENDMENT AND RESTATEMENT OF
THE ARTICLES OF INCORPORATION OF
WOODS 'N WATER MAGAZINE, INC.**

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- A. The name of the corporation is Woods 'N Water Magazine, Inc. (the "Corporation").
- B. The Articles of Incorporation of the Corporation were filed with the Florida Secretary of State on June 2, 1997 under document number P97000048444.
- C. Amendments to the Articles of Incorporation were adopted on August 25, 2014, by the sole shareholder and members of the Board of Directors of the Corporation in order (i) to authorize voting and non-voting common stock and fractions of shares of common stock, (ii) update and simplify the provisions of the Articles of Incorporation, and (iii) amend and restate the Articles of Incorporation in their entirety to read as follows:

ARTICLE I - NAME

The name of this Corporation is Woods 'N Water Magazine, Inc.

ARTICLE II - PRINCIPAL OFFICE

The street address of the principal place of business and mailing address of this Corporation is 3427 Puckett Road, Perry, Florida 32348.

ARTICLE III - CAPITAL STOCK

The number of shares of stock that this Corporation is authorized to have outstanding at any one time is one hundred (100) shares of common stock, consisting of three (3) voting shares of common stock and ninety-seven (97) non-voting shares of common stock, all without par value. The Corporation is further authorized to issue fractions of shares of common stock.

Shares of non-voting common stock shall have no voting rights with respect to any voting matters that come before this Corporation, its Board of Directors, or its Shareholders. Except for the right to vote, all shares of non-voting common stock shall have the same rights, preferences, and entitlements with respect to the Corporation as the shares of voting common stock.

ARTICLE IV - REGISTERED AGENT AND ADDRESS

The name and address of the registered agent are Patricia O. Pillow and 3427 Puckett Road, Perry, Florida 32348.

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ARTICLE V – INDEMNIFICATION

Directors and officers of this Corporation may be indemnified to the fullest extent permitted by Florida law.

ARTICLE VII – BYLAWS

The Board of Directors shall adopt Bylaws for this Corporation and from time to time may modify, alter, amend or rescind the same by majority vote of the members of the Board of Directors present at any regular or special meeting or by written consent of all of the members of the Board of Directors.

ARTICLE VIII – AMENDMENTS

This Corporation may amend, alter or repeal any provision of these Articles of Incorporation in the manner now or hereinafter provided by Florida law.

D. The shareholders of this Corporation were entitled to vote on this amendment and restatement, and the number of votes cast for the amendment and restatement was sufficient for approval by the shareholders.

E. The effective date of these Articles of Amendment shall be the date of filing.

IN WITNESS WHEREOF, the undersigned officer has executed these Articles of Amendment and Restatement of the Articles of Incorporation on August 25, 2014.

By: Patricia O. Pillow
Patricia O. Pillow, President

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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, Woods 'N Water Magazine, Inc., organized under the laws of the State of Florida, submits the following statement in designating its registered office/registered agent in the State of Florida.

1. The name of the Corporation is Woods 'N Water Magazine, Inc.
2. The name and address of the registered agent and office are Patricia O. Pillow and 3427 Puckett Road, Perry, Florida 32348.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, PATRICIA O. PILLOW, HEREBY ACCEPTS THE APPOINTMENT AS REGISTERED AGENT AND AGREES TO ACT IN THIS CAPACITY. PATRICIA O. PILLOW, FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF HER DUTIES AND IS FAMILIAR WITH AND ACCEPTS THE OBLIGATIONS OF HER POSITION AS REGISTERED AGENT.


Patricia O. Pillow

Date: August 25, 2014.

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