

P97000054022

SMITH CLARK DELESIE BIERLEY MUELLER & KADYK

ATTORNEYS & COUNSELORS AT LAW

JOHN C. BIERLEY
ROBERT W. CLARK
JAMES C. DELESIE, SR.
J. CRAIG DELESIE, JR.
DAVID J. KADYK
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H. VANCE SMITH

100 NORTH TAMPA STREET
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TAMPA, FLORIDA 33602
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OF COUNSEL

J. DANFORTH BROWNE
CHARLES F. CLARK

FILED
97 OCT 27 PM 12:29
SECRETARY OF STATE
TALLAHASSEE FLORIDA

September 30, 1997

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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-10/06/97--01102--004
*****35.00 *****35.00

Re: Articles of Amendment to Articles of Incorporation of Charles F. Clark, P.A.

Gentlemen:

Enclosed please find the original Articles of Amendment to Articles of Incorporation of Charles F. Clark, P.A., together with this firm's check in the amount of \$35.00 to cover the fee for filing same. If you have any questions, please do not hesitate to contact the undersigned. Thank you for your courtesy and cooperation in this matter.

Very truly yours,



Linda L. Bell
Legal Assistant

llb

Enclosures

VS OCT 29 1997

~~697-23293~~

Amend. & N/C



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 13, 1997

LINDA L. BELL
P.O. BOX 2939
TAMPA, FL 33601

SUBJECT: CHARLES F. CLARK, P.A.
Ref. Number: P97000054022

We have received your document for CHARLES F. CLARK, P.A. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

The name and title of the person signing the document must be noted beneath or opposite the signature.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/limited liability company"); and the registered agent's signature.

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 (850) 487-6909.

Velma Shepard
Corporate Specialist

Letter Number: 197A00050032

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OF COUNSEL

J. DANFORTH BROWNE
CHARLES F. CLARK

October 21, 1997

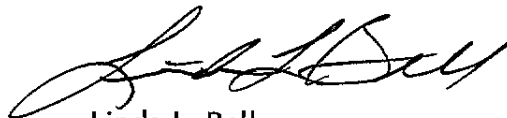
Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Re: Articles of Amendment to Articles of Incorporation of Charles F. Clark, P.A.

Gentlemen:

In response to your letter to the undersigned dated October 13, 1997 and in accordance with your instructions therewith, enclosed please find the original Articles of Amendment to Articles of Incorporation of Charles F. Clark, P.A., together with the Acceptance of Designation as Registered Agent. If you have any questions, please do not hesitate to contact the undersigned. Thank you for your courtesy and cooperation in this matter.

Very truly yours,



Linda L. Bell
Legal Assistant

llb

Enclosures

ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION
OF
CHARLES F. CLARK, P.A.

FILED
97 OCT 27 PM 12:29
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, being all of the directors of the Charles F. Clark, P.A. and all of the stockholders of the corporation eligible to vote pursuant to Section 621.13 and Section 607.1003, Florida Statutes, do hereby adopt the following resolutions:

Be it resolved that Articles I, II, IV, and VI, are hereby deleted in their entirety and replaced with the following:

ARTICLE I

NAME AND PURPOSE OF BUSINESS

The name of this corporation is Smith, Clark, Delesie, Bierley, Mueller & Kadyk, P.A. The purpose of this corporation is to practice law.

ARTICLE II

PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is Suite 2120, 100 North Tampa Street, Tampa, Florida 33602.

ARTICLE IV

REGISTERED AGENT AND ADDRESS

The name and address of the registered agent is H. Vance Smith, Suite 2120, 100 North Tampa Street, Tampa, Florida 33602.

ARTICLE VI

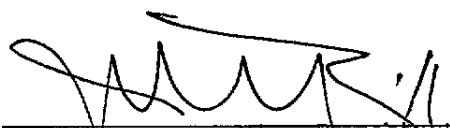
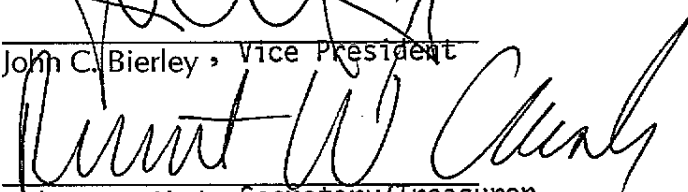
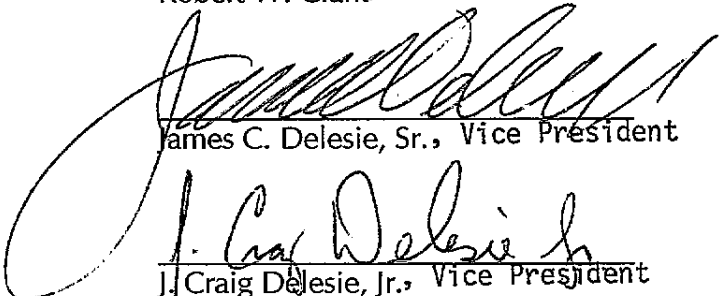
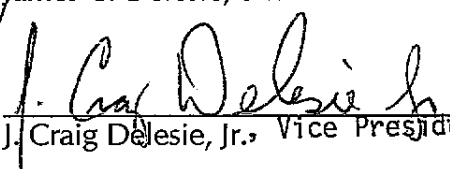
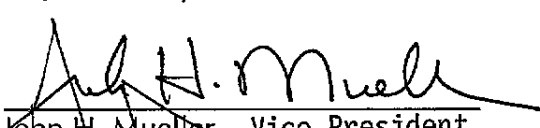
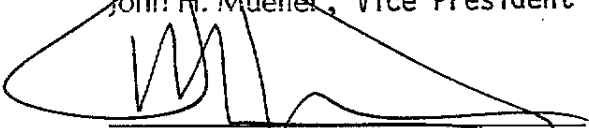
BOARD OF DIRECTORS

The names and addresses of the board of directors of the Corporation until their successors are elected pursuant to the by-laws of the corporation are:

John C. Bierley, Robert W. Clark, James C. Delesie, Sr., J. Craig Delesie, Jr., D. James Kadyk, John H. Mueller and H. Vance Smith, Suite 2120, 100 North Tampa Street, Tampa, Florida 33602.

This action was approved by the stockholders of the corporation representing the ownership of all of the subscribed capital stock of the corporation by consent of all of the shareholders of the corporation.

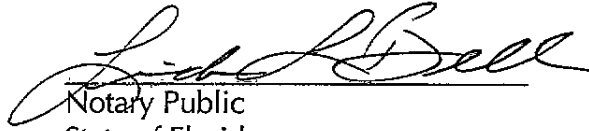
ADOPTED this 15th day of August 1997.


John C. Bierley, Vice President
Robert W. Clark, Secretary/Treasurer
James C. Delesie, Sr., Vice President
J. Craig Delesie, Jr., Vice President
D. James Kadyk, Vice President
John H. Mueller, Vice President
H. Vance Smith, President

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 29th day of September, 1997, by John C. Bierley, Robert W. Clark, James C. Delesie, Sr., J. Craig Delesie, Jr., D. James Kadyk, John C. Mueller and H. Vance Smith, who is personally known to me or who has produced a Florida Driver's License as identification and who did (did not) take an oath.


Notary Public
State of Florida

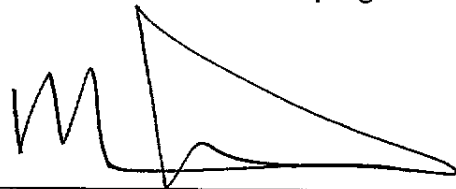
LINDA L BELL
Print, Type, or Stamp Commissioned
Name of Notary and Date Commission
Expires



Linda L. Bell
MY COMMISSION # CC577751 EXPIRES
September 19, 2000
BONDED THRU TROY FAIN INSURANCE, INC.

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

The undersigned, having been designated as Registered Agent for SMITH, CLARK, DELESIE, BIERLEY, MUELLER & KADYK, P.A., in its Articles of Amendment, hereby accepts such designation and agrees to comply with the provisions relative to keeping the corporation's registered office open.

A handwritten signature in black ink, appearing to read 'H. VANCE SMITH', written over a horizontal line.

H. VANCE SMITH
100 North Tampa Street
Suite 2120
Tampa, Florida 33602
Registered Agent