

P 98000066953

LAW OFFICES OF
POSESS & WALSER, P.A.
7015 BERACASA WAY, SUITE 201
(CORNER OF PALMETTO PARK & POWERLINE RDS.)
BOCA RATON, FLORIDA 33433
(561) 392-4100
Palm Beach (561)-732-7700
Fax (561) 392-4177

REAL ESTATE DEPARTMENT
CHARLES F. POSESS
DOUGLAS R. NEU
GISELE E. ASMAR
BRENDA COX

TAX & ESTATE PLANNING DEPARTMENT
THOMAS C. WALSER
LL.M-Estate Planning
CARYN J. CLAYMAN

August 7, 1998

File No. Corp

Secretary of State of Florida
Corporation Division
P.O. Box 6327
409 Gaines Street
Tallahassee, FL 32301

400002611904--6
-08/10/98--01085--016
*****35.00 *****35.00

RE: NAME CHANGE & RESTATED ARTICLES - AUDREY WEINSTOCK INC. to
AUDREY WEINSTOCK P.A.

Enclosed please find the executed Amendment to the Articles of Incorporation of
Audrey Weinstock Inc. changing its name to AUDREY WEINSTOCK, P.A.

Also enclosed is a check in the amount of Thirty-Five (\$35.00) Dollars made
payable to the Secretary of State for this name change.

Please forward your Letter of Confirmation at your earliest convenience.

Sincerely,

Charles F. Possess
Charles F. Possess

CFP:mmw

FILED
98 AUG 10 PM 4:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AM/Res/N/C
DEC 8/12

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
AUDREY WEINSTOCK, INC.**

The following text is substituted for Article I in the Articles of Incorporation of
AUDREY WEINSTOCK, INC. (the "Corporation"):

ARTICLE I:

The Name of the Corporation is **AUDREY WEINSTOCK P.A.**

The following is the Restated Articles of Incorporation:

The undersigned, acting as incorporator(s) of a corporation pursuant to Chapter 621, Florida Statutes under the Florida Professional Service Corporation Act, adopt the following Articles of Incorporation:

ARTICLE I

The name of the corporation is **AUDREY WEINSTOCK P.A.** The principal office and mailing address is 2200 W. Glades Road, Suite 1204, Boca Raton, Florida 33431.

ARTICLE II

This corporation is to exist perpetually.

ARTICLE III

The purpose for which the corporation is organized is to provide marketing and sales services for real estate related transactions.

ARTICLE IV

The aggregate number of shares which the corporation shall have authority to issue is 300 Common Shares at \$1.00 par value.

FILED
98 AUG 10 PM 4:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V

Provisions granting preemptive rights are: The holders of common shares shall, upon the issue or sale of shares of stock, any class (whether now or hereafter authorized), have the right, during such period of time and on such conditions the Board of Directors shall prescribe, to subscribe to and purchase such shares in proportion to their respective holdings of common shares, at such price or prices as the Board of Directors may, from time to time, fix and as may be permitted by law.

ARTICLE VI

Provisions for the regulation of the internal affairs of the corporation are: None.

ARTICLE VII

The street address of the initial registered office of the corporation is 2200 W. Glades Road, Suite 1204, Boca Raton, Florida 33431, and the name of its initial registered agent at such address is AUDREY WEINSTOCK.

ARTICLE VIII

The number of directors constituting the initial Board of Directors of the corporation is one (1) and the name and address of the person who is to serve as Director until the first annual meeting of shareholders or until her successor is elected and shall qualify is:

| <u>NAME</u> | <u>ADDRESS</u> |
|------------------|---|
| Audrey Weinstock | 6320 Boca Del Mar Drive #607 Boca Raton, FL 33433 |

ARTICLE IX

The name and address of the incorporator is:

| <u>NAME</u> | <u>ADDRESS</u> |
|------------------|---|
| Audrey Weinstock | 6320 Boca Del Mar Drive #607 Boca Raton, FL 33433 |

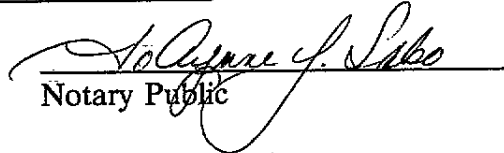
This Amendment was adopted on the 7th day of August, 1998, by the written consent of all of the directors and shareholders of the Corporation pursuant to Section 607.181, Florida Statutes.


AUDREY WEINSTOCK, President/Director

STATE OF FLORIDA)
)ss:
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me, this 7th day of August, 1998, by AUDREY WEINSTOCK, President of the corporation, who is personally known to me, or who has produced a _____ as identification.

My Commission Expires:


Notary Public

