

P98000075737

JO CLAIRE SPEAR, P.A.

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FILED
98 OCT -5 AM 10:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

September 30, 1998

Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

100002655511--9
-10/05/98--01070--007
*****35.00 *****35.00

Re: Filing of Articles of Amendment
to Articles of Incorporation for
Kell Estates Development, Inc.

Dear Clerk:

Enclosed is an original and one (1) copy of the executed Articles of Amendment to Articles of Incorporation of KELL ESTATES DEVELOPMENT, INC. Please endorse your approval of the Articles of Amendment on the duplicate copy provided and return same to me in the enclosed postage-paid envelope.

A check in the amount \$35.00 is enclosed to cover the filing fee.

If you find any problems with the enclosed document, or require additional information, please contact the undersigned by telephone rather than returning any documents. Thank you for your assistance.

Sincerely,


Jo Claire Spear

Enclosures

cc: Mr. & Mrs. R.W. Caldwell, III
Mr. Raymond J. Kearney, Jr.

Amend.
10-8-98
cc

FILED
98 OCT -5 AM 10:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
KELL ESTATES DEVELOPMENT, INC.**

Pursuant to the provisions of Section 607.1006 of the Florida Statutes, the undersigned Florida profit corporation adopts the following Articles of Amendment to its Articles of Incorporation filed on August 27, 1998, bearing document number P98000075737.

FIRST: Amendment(s) adopted: Article V of the Articles of Incorporation is hereby modified to read as follows:

**ARTICLE V
CAPITAL STOCK**

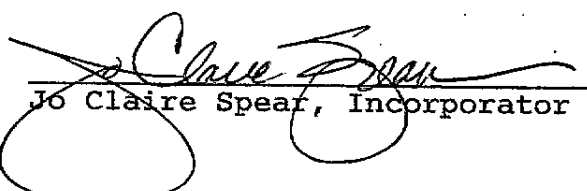
" This Corporation is authorized to issue 1,000 shares of common stock with a par value of \$1.00 per share, 500 of such shares shall be Class A voting stock, and 500 of such shares shall be Class B non-voting stock (except to the extent that such limitation in voting rights may be prohibited by the Florida Business Corporation Act)."

SECOND: The date of adoption of the Amendment was September 29, 1998.

THIRD: The Amendment does not provide for an exchange, reclassification, or cancellation of issued shares.

FOURTH: The Amendment was adopted by the incorporator and sole director without shareholder action, and shareholder action is not required.

IN WITNESS WHEREOF, for purposes of amending the Articles of Incorporation, the undersigned has executed these Articles of Amendment on this 29th day of September, 1998.


Jo Claire Spear, Incorporator

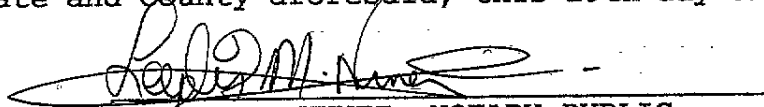
ACKNOWLEDGMENT

STATE OF FLORIDA

COUNTY OF PINELLAS

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared JO CLAIRE SPEAR, known to me and known by me to be the person who executed the foregoing Articles of Amendment to Articles of Incorporation of Kell Estates Development, Inc., and she acknowledged before me that she executed those Articles of Amendment.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 29th day of September, 1998.



LEYDIS M. NUNEZ, NOTARY PUBLIC
STATE OF FLORIDA AT LARGE
Serial No.: CC 774280

My commission expires: 09/13/02

(Notary Seal)

