

Miller and Associates, Inc.
Tax, Estate and Financial Planning Consultants

The New Gate Tower
5150 Tamiami Trail North
Suite 503
Naples, Florida 34103

941 / 434-8800
Fax 941 / 434-7738

P98000081849

January 15, 1998

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

FILED
99 MAR -9 AM 8:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dear Sir/Madam:

300002787453--3
-02/25/99--01070--014
*****43.75 *****43.75

Enclosed please find one original and one copy along with a stamped self-addressed envelope of Articles of Amendment adopted at our annual Stockholder's Meeting held December 28, 1998 in Naples, FL.

We have also enclosed a check for \$ 43.75 to represent the \$ 35.00 filing fee for the Amendments and \$ 8.75 for a certificate of status. Please also return the enclosed copy with the filing status documentation stamp in the enclosed envelope.

Should you have any questions, or if there have been any errors in our filing, please contact us at the above number.

Sincerely,

Lucy Miller, President
Miller & Associates, Inc.

Amend

VS MAR 10 1999



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

March 2, 1999

LUCY MILLER, PRESIDENT
MILLER & ASSOCIATES, INC.
5150 TAMiami TRAIL NORTH, STE. 503
NAPLES, FL 34103

SUBJECT: MILLER & ASSOCIATES INC.
Ref. Number: P98000081849

RECEIVED

DATE 3/4/99

Judy

We have received your document for MILLER & ASSOCIATES INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The incorporator(s) cannot be amended or changed. Please correct your document accordingly.

The amendment must be signed by an incorporator if adopted by the incorporators or by a director if adopted by the directors.

~~Articles of revocation of dissolution must contain the effective date of the dissolution that was revoked.~~

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: 699A00009444

DIVISION OF CORPORATIONS

93 MAR -9 AM 10:23

RECEIVED

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

DOCUMENT NUMBER P98000081849

MILLER & ASSOCIATES, INC.

(present name)

FILED
99 MAR -9 AM 8:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

PURSUANT TO ANNUAL STOCKHOLDER'S MEETING HELD 12/28/98,
THE FOLLOWING CHANGES TO THE ARTICLES OF INCORPORATION
WERE VOTED UPON AND PASSED TO BE EFFECTIVE AS OF
JANUARY 1, 1999:

ARTICLE IV: REGISTERED AGENT -
EFFECTIVE JANUARY 1, 1999 THE REGISTERED AGENT WILL BE
JOSEPH C. MILLER
5150 TAMiami TR., N., SUITE 503
NAPLES, FL 34103

ARTICLE VI: (ADDED) LISTING OF OFFICER'S AND STOCK DESIGNATION
EFFECTIVE JANUARY 1, 1999 THE OFFICERS AND STOCKS ARE
ASSIGNED AS FOLLOWS
LUCIA MILLER, PRESIDENT 4500 SHARES NO PAR COMMON
JOSEPH C. MILLER, TREASURER/SECRETARY 500 SHARES
NO PAR COMMON

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

TRANSFER OF 500 SHARES OWNED BY ROGER MILLER TRANSFERED
TO JOSEPH C. MILLER FOR THE TRANSFER FEE OF \$1.00
STOCK IS NO PAR COMMON.

THIRD: The date of each amendment's adoption: ALL AMENDMENTS EFFECTIVE JANUARY 1, 1999.

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- ☐ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups.
The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient
for approval by _____"
voting group

- ☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☒ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this day 29th of DECEMBER, 19 1998.

Signature _____


(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

LUCIA MILLER

Typed or printed name

INCORPORATOR / PRESIDENT

Title

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: MILLER & ASSOCIATES, INC.

DOCUMENT NUMBER P98000081849

2. The name and address of the registered agent and office is:

JOSEPH C. MILLER

(Name)

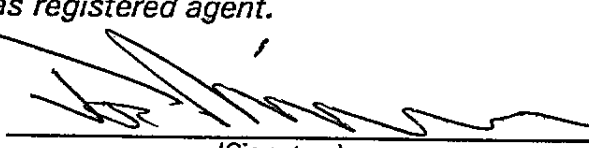
5150 TAMiami TR., N., SUITE 503

(P.O. Box not acceptable)

NAPLES, FL 34103

(City/State/Zip)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Signature)

12/29/98
(Date)

TREASURER/SEC'Y.