BOND, SCHOENECK & KING, P.A.

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WILLIAM L. OWENS voice mail ext. 144 owensw@bsk.com CERTIFIED MAIL RETURN RECEIPT REQUESTED

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

600003477996--1 -11/28/00--01023--008 *****35.00 *****35.00

Re: Articles of Amendment to Articles of Incorporation How & Company Professional Association Document # P99000081018

Dear Madam/Sir:

We represent How & Company Professional Association, a Florida professional corporation (the "Corporation"). Enclosed please find Articles of Amendment to Articles of Incorporation ("Articles of Amendment") increasing the number of authorized shares of the Corporation. Please file the Articles of Amendment. We have enclosed a check in the amount of \$35.00 payable to "Florida Department of State" to cover the applicable filing fees.

As soon as the document is filed, please forward a copy of the filed Articles of Amendment and all other documentation confirming and relating to this filing to our office. We have enclosed a copy of the Articles of Amendment for your convenience.

We appreciate your assistance in this matter. If you have any questions, please contact our office.

Very truly yours,

BOND, SCHOENECK & KING, P.A.

William L. Owens

WLO/acb Enclosures

cc: client (w/ enc.)

BS&K

Amend

102701.01

ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

FILED OD NOV 27 AM 10: 27 TALLAHASSEE, FLORIDA

OF

HOW & COMPANY PROFESSIONAL ASSOCIATION

The Articles of Incorporation of the undersigned professional corporation were originally filed on September 7, 1999 and assigned document number P99000081018. Pursuant to the Professional Service Corporation And Limited Liability Company Act and the Florida Business Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

- 1. The name of the corporation is How & Company Professional Association (the "Corporation").
- 2. "<u>ARTICLE III SHARES</u>" of the Articles of Incorporation of the Corporation is amended and restated in its entirety to read as follows:

"ARTICLE III SHARES

The aggregate number of shares that this corporation is authorized to issue and have outstanding at any one time is One Million (1,000,000) shares of voting common stock. Such shares shall be of a single class and shall have a par value of \$0.01 per share."

- 3. The Articles of Amendment were approved and adopted on November 2000.
- 4. The Corporation has not yet issued shares. The Articles of Amendment were duly approved and unanimously adopted by the sole Incorporator of the Corporation without Shareholder action. The number of votes cast for approval of the Articles of Amendment by the sole Incorporator was sufficient for approval.
- 5. Shareholder action was not required for approval and adoption of the Articles of Amendment.

6. In all other respects, the Articles of Incorporation shall remain as they were prior to these Articles of Amendment being adopted.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Amendment to Articles of Incorporation on this 2011 day of November, 2000.

HOW & COMPANY PROFESSIONAL ASSOCIATION

Ву:	- Filmer	*~~
	Richard J. How	
	Sole Incorporator	

STATE OF FLORIDA)
) ss.:
COUNTY OF COLLIER)

The foregoing instrument was acknowledged before me this <u>20th</u> day of November 2000, by RICHARD J. HOW, as sole Incorporator of HOW & COMPANY PROFESSIONAL ASSOCIATION, a Florida corporation, who is personally known to me (or who produced ______ as identification).

Notary Public

My Commission Expires:

