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FILED
04 NOV -4, PM 9:00
SECRETARY OF STATE
TALLAHASSEE, FL 32301

Amend.

O. Gualletto NOV 15 2004

SMITH, SMITH & MOORE

Attorneys at Law, P.A.

A Professional Association of Attorneys and Counselors at Law

Dedicated to Client Service

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November 3, 2004

Corporate Records Bureau
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: R.W. Meissner and Associates, Incorporated

Dear Sir or Madam:

Enclosed herewith for processing are the original and one copy of the proposed Articles of Amendment to Articles of Incorporation for the above referenced corporation, together with a check in the amount of \$78.75 to cover the necessary charges.

If further information or monies are required, please contact our office. We would appreciate your returning to this firm a copy of the Articles of Amendment.

Thank you for your assistance in this matter.

Sincerely,
MICHAEL S. SMITH

By: Charlie Johns
Charlie Johns
Legal Assistant

/cj
Encls.

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
R.W. MEISSNER AND ASSOCIATES, INCORPORATED**

Pursuant to the provisions of section 607, Florida Statutes, this corporation adopts the following articles of amendments to its articles of incorporation:

First: Amendments adopted:

ARTICLE III. CAPITAL STOCK

The maximum shares of stock that this corporation is authorized to have outstanding at any one time is ONE THOUSAND (1,000) shares of common stock having a nominal or par value of ONE DOLLAR (\$1.00) per share. The Board of Directors is authorized to issue "Section 1244 Stock" as defined by Section 1244 of the Internal Revenue Code as amended.

ARTICLE IV. REGISTERED AGENT AND STREET ADDRESS

The agent named to accept service of process within this State is: ANGELA S. CRUCE, 114-B W. Green Street, Perry, Florida. 32347

ACCEPTANCE

HAVING BEEN NAMED to accept service of process for R.W. MEISSNER AND ASSOCIATES, INCORPORATED, at the place designated above, I hereby accept to act in this capacity and agree to comply with the provisions of Chapter 48.091 of the Florida Statutes.



ANGELA S. CRUCE
REGISTERED AGENT

FILED
04 NOV -4 AM 9:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI. INITIAL DIRECTORS AND OFFICERS

The names and addresses of the Board of Directors, the President, Vice-President and Secretary / Treasurer who shall hold office for the first year of existence of the corporation, or until their successors in office shall have been elected and qualified, are:

OFFICERS:

ANGELA S. CRUCE 1737 Hwy. 27 E. Perry, FL 32348	-	President
R.W. MEISSNER 21468 S. Sandpiper Road Perry, FL 32348	-	Vice President
SHELIA BLUE 18921 Front Street Perry, FL 32348	-	Secretary / Treasurer

Second: The date of the amendment's adoption:

October 28, 2004

Third: The Amendment was adopted by the Board of Directors on **October 28, 2004** and a sufficient number of shareholders voted for its approval.

Signed this 28th day of October, 2004.

Signature *Rohan W. Meissner*
Chairman, Board of Directors
R.W. Meissner and Associates,
Incorporated

R.W. MEISSNER
Typed Name