

1000 HAYS STREET
2007
2022-07-25
039
-38-8086
V22891



ACCOUNT NO. : 072100000032

REFERENCE : 202656 4311859

AUTHORIZATION : *Patricia Pizik*

COST LIMIT : \$ 35.00

ORDER DATE : December 26, 1996

ORDER TIME : 10:30 AM

ORDER NO. : 202656-005

CUSTOMER NO: 4311859

CUSTOMER: Amy C. Butler, Legal Asst
Haythe & Curley
237 Park Ave.
20th Floor
New York, NY 10017

Name

200002040982--5

Change

Amend

DOMESTIC AMENDMENT FILING

NAME: THE EDWARDS JONES CORPORATION

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY - *104*
XX PLAIN STAMPED COPY *12/31/96*
CERTIFICATE OF GOOD STANDING *1071*

CONTACT PERSON: *Debbie Skipper*

EXAMINER'S INITIALS: *1037*

95 DEC 30 PM 1:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

RECEIVED

95 DEC 30 AM 11:25

DIVISION OF CORPORATION

ARTICLES OF AMENDMENT
OF
THE EDWARDS JONES CORPORATION

FILED
96 DEC 30 PM 1:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

To the Department of State
State of Florida

Pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act, the corporation hereinafter named (the "Corporation") does hereby adopt the following Articles of Amendment.

1. The name of the Corporation is The Edwards Jones Corporation.

2. Articles 1 and 2 of the Articles of Incorporation of the Corporation are hereby amended so as henceforth to read as follows:

"1. The name of the Corporation is Apogee of Northern Florida, Inc.

2. The principal place of business of the Corporation is 9951 Atlantic Blvd, Suite 100D, Jacksonville, FL 32225.

The mailing address of the Corporation is c/o Apogee, Inc., 1018 West Ninth Avenue, King of Prussia, PA 19406."

3. The date of adoption of the aforesaid amendments was December 1st, 1996.

4. The number of votes cast for the said amendments by the shareholders was sufficient for the approval thereof.

5. The effective time and date of these Articles of Amendment shall be at 10:00 a.m., December 1st, 1996.

THE EDWARDS JONES CORPORATION

By 
Name: Lawrence M. Davies
Title: President

THE EDWARDS JONES CORPORATION

Written Consent of Directors
Pursuant to the Provisions of
Section 607.0821 of the
Business Corporation Act
of the State of Florida

The undersigned, being all the Directors of The
Edwards Jones Corporation, a Florida corporation (the
"Corporation"), hereby consent to the adoption of and hereby
adopt the following resolutions:

RESOLVED, that the following
persons are hereby appointed and
designated to hold the offices set forth
opposite their respective names to serve
until their successors are duly elected
and have qualified:

<u>Name</u>	<u>Office</u>
Lawrence M. Davies	President
Caroline H. Fleming	Vice President
Alan N. Vinick	Treasurer
Stanley F. Szczygiel	Secretary
Robert A. Ouimette	Assistant Secretary

This Consent may be executed in counterparts, each
of which shall constitute an original and all of
which taken together shall constitute one and the same
Consent.

• • •

IN WITNESS WHEREOF, the undersigned have executed
this Consent as of the 1st day of December, 1996.



Lawrence M. Davies



Caroline M. Fleming



Alan N. Vinick

THE EDWARDS JONES CORPORATION

Written Consent of Sole Shareholder
Pursuant to the Provisions of Section
607.0704 of the Business Corporation
Act of the State of Florida

The undersigned, being the sole Shareholder of The Edwards Jones Corporation, a Florida corporation (the "Corporation"), hereby consents to the adoption of and does hereby adopt the following resolutions:

RESOLVED, that, effective immediately, Lawrence M. Davies, Caroline H. Fleming and Alan N. Vinick are hereby elected to serve as Directors of the Corporation until their successors are duly elected and have qualified; and it is

FURTHER RESOLVED, that, the name and principal place of business and mailing address of the Corporation be changed by amending the Articles of Incorporation of the Corporation as follows:

"1. The name of the Corporation is Apogee of Northern Florida, Inc.

2. The principal place of business of the Corporation is 9951 Atlantic Blvd, Suite 100D, Jacksonville, FL 32225.

The mailing address of the Corporation is c/o Apogee, Inc., 1018 West Ninth Avenue, King of Prussia, PA 19406."

IN WITNESS WHEREOF, the undersigned has executed
this Consent as of the 1st day of December, 1996.

APOGEE, INC.

By 

Name: Lawrence M. Davies
Title: President