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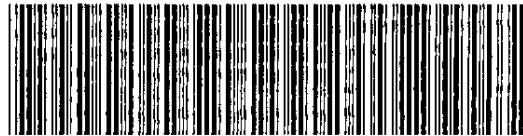
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SECRETARY OF STATE
DIVISION OF CORPORATIONS
11 MAY 12 PM 12:35

Amend/Name chg
@ 5/19/11

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* BOARD CERTIFIED IN TAXATION AND
MASTER OF LAWS IN ESTATE PLANNING
** BOARD CERTIFIED IN WILLS, TRUSTS, ESTATES

May 9, 2011

Amendment Section
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Shores, Inc.
Effective Date: Date of Filing

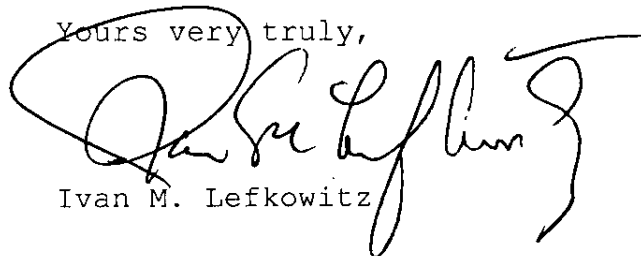
Dear Sir or Madam:

Enclosed please find the Articles of Amendment to Articles of Incorporation of Shores, Inc.

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

Feel free to contact us for any additional information.

Yours very truly,

A handwritten signature in dark ink, appearing to read 'Ivan M. Lefkowitz', is written over the typed name. The signature is fluid and cursive, with a large loop at the beginning and a long, sweeping tail.

Ivan M. Lefkowitz

IML:cey
Enclosures
cc: Mrs. Helen W. Shore

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
SHORE'S, INC.**

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DIVISION OF CORPORATIONS
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SHORE'S, INC. (the "Corporation"), a corporation organized and existing under the laws of the State of Florida, under certificate number 188476, filed in the office of the Secretary of State on March 8, 1973, certifies as follows:

1. All of the directors and shareholders of the Corporation approved the following resolutions amending Articles I and III of the Articles of Incorporation by written consent dated the 29 day of April, 2011, in accordance with the provisions of Sections 607.0821 and 607.0704 of the Florida Statutes, and all of the shareholders of the Corporation approved the resolutions amending Articles I and III of the Articles of Incorporation by written consent dated the 29 day of April, 2011, in accordance with the provisions of Section 607.0704 of the Florida Statutes:

RESOLVED, that the Articles of Incorporation of SHORE'S, INC. be amended so as to change the name of the Corporation to SHORE'S ON BROADWAY BOUTIQUE, INC.;

RESOLVED, that Article I of the Articles of Incorporation shall be amended as follows:

"ARTICLE I - NAME OF CORPORATION

**The name of this corporation shall be SHORE'S
ON BROADWAY BOUTIQUE, INC."**

FURTHER RESOLVED, that the Articles of Incorporation of SHORE'S ON BROADWAY BOUTIQUE, INC. be amended so as to increase the maximum number of shares of stock authorized to TEN THOUSAND (10,000), with one thousand (1,000) voting shares and nine thousand (9,000) non-voting shares, and to set the par value of all shares to \$1.00 per share, and that Article III shall be amended to read in its entirety as follows:

"ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue TEN THOUSAND (10,000) shares of common stock having a par value of One Dollar (\$1.00) per share. ONE THOUSAND (1,000) of the shares shall be designated and known as voting common stock and NINE THOUSAND (9,000) of the shares shall be designated and known as nonvoting common stock. Except for voting rights, all shares of common stock shall be subject to the same rights and shall be equal in all other respects."

2. These Articles of Amendment were approved by all of the directors of the Corporation and by all of the shareholders of the Corporation by joint written action dated April 29, 2011.

IN WITNESS WHEREOF, the undersigned President of the Corporation have executed these Articles this 29 day of April, 2011.

SHORE'S, INC.

By:


HELEN W. SHORE, President