

Division of Corporations

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H14000210233 3)))



H14000210233ABCQ

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations
Fax Number : (850)617-6330

From: Account Name : HILL WARD HENDERSON
Account Number : 072100000520
Phone : (813)221-3900
Fax Number : (813)221-2900

RECEIVED

14 SEP -8 AM 8:50

DIVISION OF CORPORATIONS
BUREAU OF COMMERCIAL
INFORMATION SERVICES

*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.**

Email Address: _____

14 SEP -8 PM 3:09

FILED

**COR AMND/RESTATE/CORRECT OR O/D RESIGN
VISTA HILL HOLDINGS, INC.**

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$43.75

Amend.

Electronic Filing Menu

Corporate Filing Menu

Help

9/9/14

DC

((H14000210233 3)))

ARTICLES OF AMENDMENT
OF THE
ARTICLES OF INCORPORATION
OF
VISTA HILL HOLDINGS, INC.

[Document Number P03000084455]

VISTA HILL HOLDINGS, INC., a corporation organized and existing under the laws of the State of Florida (the "Corporation"), in order to amend its Articles of Incorporation in accordance with the requirements of Section 607.1001 et. seq. of the Florida Business Corporation Act, does hereby adopt the following Articles of Amendment to its Articles of Incorporation:

ARTICLE I

Name

The name of the Corporation is VISTA HILL HOLDINGS, INC. The Articles of Incorporation of the Corporation were filed with the Florida Secretary of State on August 1, 2003.

ARTICLE II

Amendment

Article III of the Articles of Incorporation of this Corporation is hereby amended for the purpose of changing the number of Class B Non-Voting Common Stock shares of the Corporation by deleting the existing Article III in its entirety, and substituting the following therefore to wit:

* * * * *

"ARTICLE III

CAPITAL STOCK

(a) **Authorized Capitalization.**

The total number of shares of capital stock authorized to be issued by this Corporation shall be:

500,000 shares of Class A Voting Common Stock, par value \$.01 per share (the "Class A Common Stock");

4,000,000 shares Class B Non-Voting Common Stock, par value \$.01 per share (the "Class B Common Stock")

(b) **Payment for Stock.** All or any part of the consideration for the issuance of the capital stock of this Corporation may be in cash, property or labor or services at a fair valuation to

((H14000210233 3)))

Articles of Amendment to
Articles of Incorporation of
Vista Hill Holdings, Inc.

((H14000210233 3)))

PAGE 2

be fixed by the Board of Directors at a meeting called for that purpose, which consideration, in any event, shall not be less than the par value of the shares issued therefor. All stock when issued shall be fully paid and nonassessable.

(c) **Voting.** The voting power of this Corporation shall be vested solely in the Class A Common Stock, including the right to elect all members of the Board of Directors of the Corporation (except as specifically required by the Florida Business Corporation Act) (Chapter 607, *Florida Statutes*) (the "Act"). Holders of shares of Class A Common Stock shall be entitled to one vote for each share of Class A Common Stock. Shares of Class B Common Stock shall not be entitled to any vote on any matters brought before the shareholders for a vote, except as specifically required by the Act. There shall be no cumulative voting in the election of directors.

(d) **Dividends.** Any and all dividends are to be shared among the holders of shares of outstanding Class A Common Stock and Class B Common Stock on a share for share basis."

* * * * *

ARTICLE III
DATE OF ADOPTION

The amendment was duly adopted on September 5, 2014.

ARTICLE IV
MANNER OF ADOPTION

The amendment was duly approved by the written consent of the required number of shareholders the Corporation entitled to vote on the matter.

IN WITNESS WHEREOF, the undersigned officer has executed these Articles of Amendment to the Articles of Incorporation of the Corporation for the uses and purposes therein stated.

[Authorized signature on following page]

((H14000210233 3)))

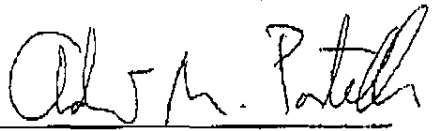
Articles of Amendment to
Articles of Incorporation of
Vista Hill Holdings, Inc.

((H14000210233 3)))

PAGE 3

DATED this 8th day of September 2014.

VISTA HILL HOLDINGS, INC.

By: 
Andrew Portelli, President

((H14000210233 3)))