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Division of Corporations

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DIVISION OF CORPORATIONS

BASIC AMENDMENT

SUNBAY FOOD MART, INC.

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$35.00

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**ARTICLES OF RESTATEMENT OF THE
ARTICLES OF INCORPORATION OF
SUNBAY FOOD MART, INC.**

The undersigned, for the purpose of amending and restating the Articles of Incorporation of SUNBAY FOOD MART, INC., a corporation formed and existing under the laws of the State of Florida, adopts the following Articles of Restatement pursuant to Section 607.1007, Florida Statutes:

Article I

Name

Section 1.1. Name. The name of this corporation is Sunbay Food Mart, Inc.

Article II

Principal Office and Mailing Address

Section 2.1. Principal Office and Mailing Address. The principal place of business and mailing address of this corporation is 7801 Point Meadows Drive, Unit #2303, Jacksonville, Florida 32256.

Article III

Capital Stock

Section 3.1. Capital Stock. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is Thirty Thousand (30,000) shares of common stock with a par value of One Dollar (\$1.00) per share. All stock issued shall be fully paid and nonassessable.

Section 3.2. Restriction on Transfer of Stock. The shareholders may, by bylaw provision, by shareholders' agreement recorded in the minute book or by endorsement on each stock certificate, impose such restrictions on the sale, transfer, or encumbrance of the stock of this corporation as they may see fit.

Section 3.3. Approval of Shareholders Required for Merger. The approval of the shareholders holding sixty percent (60%) or more of the common stock of this corporation eligible to vote to any plan of merger or consolidation shall be required in every case, whether or not such approval is required by law.

Article IV

Registered Agent and Address

Section 4.1. Name and Address. The name and street address of the registered agent of this corporation is:

Venkat Kandala
7801 Point Meadows Drive
Unit #2303
Jacksonville, Florida 32256

Article V

Duration

Section 5.1. Duration. This corporation shall exist perpetually.

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Article VI
Purposes

Section 6.1. Purposes. This corporation is organized for the purpose of transacting any or all lawful business permitted under the laws of the United States of America and of the State of Florida.

Article VII
Directors

Section 7.1. Number. This corporation shall have six (6) directors initially. The number of directors may be increased or diminished from time to time, but shall never be less than one.

Section 7.2. Initial Directors. The names and street addresses of the initial directors of the corporation are:

Srinivas Bikkumanla
8989 Adams Walk Drive
Jacksonville, Florida 32257

Venkat Kandala
7801 Point Meadows Drive
Unit # 2303
Jacksonville, Florida 32256

Ravi Epuri
20499 Cherrystone Place
Ashburn, Virginia 20147

Rami A. Reddy
1905 Appleton Way
Whippany, New Jersey 07981

George Reddy Gopu
1305 Ivy Hedge Avenue
St. Augustine, Florida 32092

Mohmed R. Hasan
6100 Arlington Expressway
Apt. # H-202
Jacksonville, Florida 32211

Section 7.3. Compensation. The board of directors is hereby specifically authorized to make provision for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any directors of the corporation may also serve the corporation in any other capacity and receive compensation therefor in any form.

Section 7.4. Indemnification. The board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

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Article VIII
Bylaws

Section 8.1. Bylaws. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the board of directors, but the board of directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the directors.

Article IX
Amendment

Section 9.1. Amendment. This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

Article X
Certificate Required by 607.1007, Florida Statutes

Section 10.1. No Shareholder Approval. This restatement does not contain an amendment to the articles requiring shareholder approval. However, this restatement has been approved by a unanimous vote of the shareholders and board of directors.

Section 10.2. Date of Adoption. This restatement was adopted by the shareholders and directors on October 14, 2004. The number of votes cast was sufficient for approval.

IN WITNESS WHEREOF, the President of the corporation has executed these Articles of Restatement this 14 day of October, 2004.



SRINIVAS BIKKUMANLA
Its President

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**CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED
AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA**

In compliance with Sections 48.091, 607.0501 and 607.0505, Florida Statutes, the following is submitted:

Sunbay Food Mart, Inc., desiring to organize or qualify under the laws of the State of Florida hereby designates Venkat Kandala as its registered agent to accept service of process within the State of Florida and the address of its registered office shall be 7801 Point Meadows Drive, Unit #2303, Jacksonville, Florida 32256.

DATED this 14 day of October, 2004.



VENKAT KANDALA

Having been named as registered agent to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

DATED this 14 day of October, 2004.



VENKAT KANDALA

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