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Amend

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January 10, 2006

The Department of State  
AMENDMENT SECTION  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Re: Filing Articles of Amendment of the Articles of Organization  
for YOUR OUTDOORS, INC.  
Document Number: #P05000088635  
Our File No.: 05-0149

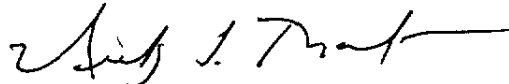
To Whom It May Concern:

Enclosed please find an original and one copy of the Articles of Amendment for the above Corporation, a general office account check in the amount of \$43.75, and a self-addressed stamped envelope.

Please file and certify the aforementioned Articles of Amendment, and return a certified copy to this office on your day of filing, if at all possible, in the self-addressed stamped envelope.

Should you have any questions, please do not hesitate to contact me. Thank you for your cooperation.

Sincerely,



Ricky L. Thacker, Esquire

RLT\ssg  
Enclosures

**ARTICLES OF AMENDMENT**  
**to the**  
**ARTICLES OF INCORPORATION**  
**of**  
**YOUR OUTDOORS, INC.**

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The document number of this corporation is P05000088635.

Pursuant to the provisions of Sections 607.1006 of the Florida Statutes, this **Florida Profit Corporation** adopts the following amendments to its Articles of Incorporation:

**AMENDMENTS ADOPTED:**

1. Article IV of the Articles of Incorporation are amended to read as follows:

**ARTICLE IV – CAPITAL STOCK**

This corporation is authorized to issue 10,000,000 shares of \$.01 par value common stock.

2. **ARTICLE X – PREEMPTIVE RIGHTS** is deleted in its entirety.
3. **ARTICLE XI – CUMULATIVE VOTING RIGHTS** is deleted in its entirety.
4. **ARTICLE XII – STOCKHOLDERS' MEETING** is hereby renumbered to

ARTICLE X and amended to read as follows:

**ARTICLE X – STOCKHOLDERS' MEETING**

The presence, at any stockholders' meeting, in person or by proxy, of persons entitled to vote 51% of the shares of the corporation then issued and outstanding shall constitute a quorum for the transaction of business.

The affirmative vote of 51% of the shares represented at a meeting at which a quorum is present shall be the act of the stockholders.

The following actions shall require the affirmative vote or written consent of the holders of at least 51% of all shares issued and outstanding:

(1) Amendment of these articles of incorporation to increase or decrease the authorized number of, or to change the designations, preferences, qualifications, limitations, restrictions, or special or relative rights of any of the classes of stock, or to create any new class or classes of stock;

(2) Merger or consolidation with or into any other corporation other than a corporation wholly owned or controlled by the corporation, or the sale, lease, conveyance, exchange, transfer, or other disposition of all or substantially all of the property and assets of the corporation, or the voluntary dissolution, liquidation, or winding up of the corporation.

5. **ARTICLE XIII – AMENDMENT** is renumbered to ARTICLE XI.

If an amendment provides for exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself: (if not applicable, indicate N/A) N/A.

**The date of each amendment adoption: January 9, 2006.**

**Adoption of Amendment:** The amendments were approved by the shareholders. The number of votes cast for the amendments by the shareholders were sufficient for approval.

  
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CHARLES H. FALLEN, III, *President*