

Division of Corporations Public Access System

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.

(((H06000092046 3)))

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)205-0380

From:

Account Name : C T CORPORATION SYSTEM

Account Number : FCA000000023 Phone : (850)222-1092

Fax Number : (850)878-5926

≅cor amnd/restate/correct or o/d resign

SIBONEY MANAGEMENT, INC.

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

Electronic Filing Menu

Corporate Filing Menu

Help

https://efile.sunbiz.org/scripts/efilcovr.exe

15 4/7/06 Amount & Rost 4/6/2006

SECRETARY OF STATE DIVISION OF CORPORATIONS

06 APR - 6 AM 9: 17

AMENDED AND RESTATED ARTICLES OF INCORPORATION OF SIBONEY MANAGEMENT, INC.

In accordance with Section 607.1007 of the Florida Statutes, the Articles of Incorporation of SIBONEY MANAGEMENT, INC., a Florida corporation (the "Corporation"), adopts the following Amended and Restated Articles of Incorporation:

- The name of the Corporation is SIBONEY MANAGEMENT, INC.
- 2. The Articles of Incorporation of the Corporation are hereby amended and restated as follows:

ARTICLE I. - NAME OF CORPORATION

The name of the Corporation shall be Siboney Management, Inc.

ARTICLE II. - PRINCIPAL AND MAILING ADDRESS

The principal and mailing address of the Corporation is 1205 S.W. 37th Avenue, Miami, Florida 33135.

ARTICLE IIL - DURATION

The Corporation shall have perpetual existence.

ARTICLE IV. - PURPOSE

The purpose of the Corporation is to engage in any lawful act or activity for which a corporation may be organized under the laws of the United States and the Florida Business Corporation Act.

ARTICLE V. - CAPITAL STOCK

The Corporation shall have authority to issue a total of 10,000 shares of stock, par value \$.01 per share of which 1,000 shares are designated as common shares, par value \$.01 per share.

The Board of Directors of the Corporation (the "Board of Directors") is authorized, subject to limitations prescribed by the Florida Business Corporation Act and the provisions of these Articles of Incorporation, to provide, by resolution or resolutions from time to time and by filing articles of amendment to these Articles of Incorporation pursuant to the Plorida Business Corporation Act, for the issuance of the shares of preferred stock in series, to establish from time to time the number of shares to be included in each such series, to fix the powers, designations, preferences and relative, participating, optional or other special rights of the shares of each such series and to fix the qualifications, limitations or restrictions thereof.

ARTICLE VI. - REGISTERED OFFICE AND REGISTERED AGENT

The street address of the registered office of the Corporation is 1200 South Pine Island Road, Plantation, Florida 33324 and the name of the Corporation's registered agent at that address is CT Corporation System.

ARTICLE VII. - BYLAWS

The power to adopt, after, amend or repeal Bylaws shall be vested in the Board of Directors and the shareholders, except that the Board of Directors may not amend or repeal any liylaw adopted by the shareholders if the shareholders specifically provide that the Bylaw is not subject to amendment or repeal by the Board of Directors.

ARTICLE VIII. - AMENDMENT TO ARTICLES

The Corporation reserves the right to amend, after, change or repeal any provision contained in these Amended and Restated Articles of Incorporation, in the manner now or hereafter prescribed by law.

ARTICLE IX. - INDEMNIFICATION

The Corporation shall indemnify its directors, officers, employees and agents to the full extent permitted by the Florida Business Corporation Act.

The foregoing Amended and Restated Articles of Incorporation were duly adopted as of April 5, 2006 by the action by written consent of the Shareholders representing a majority of the total shares of capital stock of the Corporation, in accordance with Sections 607.1003(6) and 607.0704 of the Florida Statutes, the number of votes cast by the shareholders in favor of the amendment being sufficient for such approval. The foregoing Amended and Restated Articles of Incorporation supersede the original Articles of Incorporation and all amendments thereto.

SIBONEY MANAGEMENT, INC.

_

Name:

HAVING BEEN NAMED AS REGISTERED AGENT AND TO RECEIVE SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THESE PROVISIONS, 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 RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

DATE: 4/6/06

CT CORPORATION SYSTEM

The state of the s

Connie Bryan, Special Assistant Secretary