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ALLAHASSEE, FLORIDA  
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Ps 8/25/05  
WC

**KEATING & SCHLITT, P.A.**

*Attorneys and Counselors at Law*

REPLY TO:

JOHN KINGMAN KEATING  
jkk@KeatLaw.com

749 NORTH GARLAND AVENUE, SUITE 101  
ORLANDO, FLORIDA 32801

TELEPHONE: 407.425.2907  
FACSIMILE: 407.843.8964

REAL PROPERTY

BUSINESS LAW

August 19, 2005

**EXPRESS DELIVERY**

Florida Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399  
850-245-6059

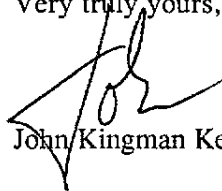
**RE:** Filing Articles of Amendment to Articles of Incorporation of Century 21 Real Estate Professionals, Inc. for Name Change to 1<sup>st</sup> Orlando Real Estate Services, Inc.

Dear Sir or Madam:

I am enclosing herewith the original Articles of Amendment of Articles of Incorporation of Century 21 Real Estate Professionals, Inc., together with my Firm check number 6892 in the amount of \$35.00 in payment of the required filing fees. Following acceptance and filing, please forward the filed Articles of Amendment to me as soon as possible.

Should you have any questions concerning the foregoing, please contact me immediately. Thank you.

Very truly yours,



John Kingman Keating

JKK/dyl

**ARTICLES OF AMENDMENT TO  
ARTICLES OF INCORPORATION  
OF  
CENTURY 21 REAL ESTATE PROFESSIONALS, INC.**

**FILED**  
05 AUG 23 PM 1:44  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

Century 21 Real Estate Professionals, Inc., pursuant to Section 607.1001, 607.1003 and 607.1006, Florida Statutes, does hereby adopt and file the following Articles of Amendment to Articles of Incorporation:

1. That the name of the corporation is *Century 21 Real Estate Professionals, Inc.*
2. That Article One of the Articles of Incorporation of Century 21 Real Estate Professionals, Inc. is hereby amended and restated in its entirety as follows:

ARTICLE ONE - NAME

The name of this corporation shall be *1<sup>st</sup> Orlando Real Estate Services, Inc.* (the "Corporation").

4. That the foregoing amendment was recommended, adopted and authorized by all of the common stock Shareholders and all of the members of the Board of Directors of the Corporation, pursuant to a Joint Written Action dated August 19<sup>th</sup> 2005.

**IN WITNESS WHEREOF**, the undersigned President and Secretary of this Corporation have executed these Articles of Amendment this 19<sup>th</sup> day of August, 2005.

CENTURY 21 REAL ESTATE  
PROFESSIONALS, INC., a Florida  
corporation

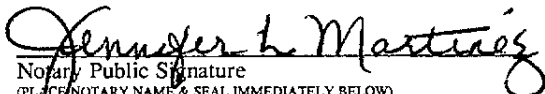
By: John Huebner  
John Huebner  
As its President

ATTEST:  
By: Tim Hanahan 8-19-05  
Tim Hanahan  
As its Secretary  
(CORPORATE SEAL)

[BALANCE OF PAGE INTENTIONALLY LEFT BLANK - NOTARY CERTIFICATION ON FOLLOWING PAGE]

STATE OF FLORIDA  
COUNTY OF ORANGE

I **HEREBY CERTIFY**, as an officer duly authorized to take acknowledgments and oaths in the State and County aforesaid, that at the execution of this instrument on the date set forth below, John Huebner and Tim Hanahan personally appeared before me, as President and Secretary, respectively, of Century 21 Real Estate Professionals, Inc., a Florida corporation, and executed or acknowledged their previous execution of this instrument. I **HEREBY FURTHER CERTIFY**, that John Huebner and Tim Hanahan, are the same persons either executing or acknowledging execution of the foregoing instrument because:  I personally know him/her/them OR  I have satisfactory evidence of same based upon a  Florida driver's license or  Other identification: \_\_\_\_\_ . **WITNESS** my hand and official seal in the State and County aforesaid this 22 day of August, 2005.

  
Notary Public Signature  
(PLACE NOTARY NAME & SEAL IMMEDIATELY BELOW)



Jennifer L. Martinez  
My Commission DD350039  
Expires August 27, 2008

**JOINT WRITTEN ACTION OF  
THE BOARD OF DIRECTORS AND SHAREHOLDERS OF  
CENTURY 21 REAL ESTATE PROFESSIONALS, INC.  
TAKEN WITHOUT A MEETING**

**THIS JOINT WRITTEN ACTION OF THE BOARD OF DIRECTORS AND SHAREHOLDERS OF CENTURY 21 REAL ESTATE PROFESSIONALS, INC. TAKEN WITHOUT A MEETING** (the "Written Action") is made, entered into and effective this 19<sup>th</sup> day of August, 2005 by all of the shareholders (the "Shareholders") and all of the members of the Board of Directors (the "Board") of Century 21 Real Estate Professionals, Inc., a Florida corporation (the "Corporation"), pursuant to Sections 607.1001, 607.1003, 607.0704, and 607.0821, Florida Statutes.

**WITNESSETH:**

**WHEREAS**, the Board hereby recommends and submits to the Shareholders the following proposal regarding an amendment to the Corporation's Articles of Incorporation in order to change the name of the Corporation;

**WHEREAS**, the Shareholders hereby accept and approve such proposal and the Shareholders and the Board of Century 21 Real Estate Professionals, Inc., a Florida corporation (the "Corporation") do hereby authorize, consent and agree to the following actions taken without a meeting regarding same:

1. That the name of the Corporation be changed from *Century 21 Real Estate Professionals, Inc.* to *1<sup>st</sup> Orlando Real Estate Services, Inc.* by amending and restating Article One of the Articles of Incorporation as follows:


**ARTICLE ONE - NAME**

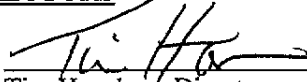
The name of this corporation shall be *1<sup>st</sup> Orlando Real Estate Services, Inc.* (the "Corporation").

2. That the Officers of the Corporation are hereby authorized and directed to execute and deliver to the Florida Department of State any and all documents or instruments, including, but not limited to, Articles of Amendment to the Articles of Incorporation, which are, in such Officers' reasonable opinion necessary to comply with applicable law or effect the foregoing amendments.

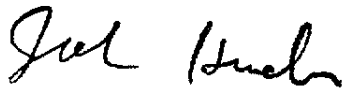
IN WITNESS WHEREOF, the undersigned, being and constituting all of the Shareholders and all of the members of the Board of the Corporation, have executed this Joint Written Action and thereby evidence their authorization, agreement and consent to the foregoing actions to be taken in lieu of holding a meeting of the Shareholders or Board regarding the same, effective as of this \_\_\_\_ day of August, 2005.

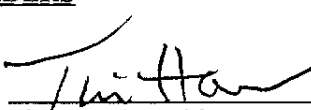
BOARD OF DIRECTORS

  
\_\_\_\_\_  
John Huebner, Director  
Date Executed: 8/17/05

  
\_\_\_\_\_  
Tim Hanahan, Director  
Date Executed: 8-19-05

SHAREHOLDERS

  
\_\_\_\_\_  
John Huebner, Director  
Date Executed: 8/19/05

  
\_\_\_\_\_  
Tim Hanahan, Director  
Date Executed: 8-19-05