

S07502

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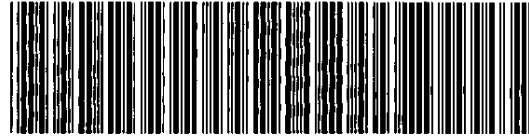
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Amended
Restated
(1a) 7/14/10

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: TATONE PROPERTIES FLORIDA, INC.

DOCUMENT NUMBER: S07502

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

ERNEST L. MASCARA

Name of Contact Person

ENGLANDER AND FISCHER, P.A.

Firm/ Company

721 FIRST AVENUE NORTH

Address

ST. PETERSBURG, FL 33701

City/ State and Zip Code

EMASCARA@EFPALAW.COM

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

ERNEST L. MASCARA

Name of Contact Person

at (727)

898-7210

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount made payable to the Florida Department of State:

☒ \$35 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☐ \$43.75 Filing Fee &
Certified Copy
(Additional copy is enclosed)

☐ \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy is enclosed)

Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

AMENDED AND RESTATED ARTICLES OF INCORPORATION

OF

TATONE PROPERTIES FLORIDA, INC.

The undersigned, being the sole directors of **TATONE PROPERTIES FLORIDA, INC.**, a Florida corporation (the "Corporation"), and at the direction of the sole shareholders of the Corporation, does hereby amend and restate the Articles of Incorporation of Tatone Properties Florida, Inc., a Florida corporation, which original Articles of Incorporation were filed with the Secretary of State, State of Florida on September 25, 1990 as follows:

ARTICLE I - NAME

The name of the Corporation shall be **TATONE PROPERTIES FLORIDA, INC.**

ARTICLE II - PURPOSE AND POWERS

The nature of the business and the purposes to be conducted and promoted by the Corporation, is to engage in any and all lawful business permitted by all applicable laws.

ARTICLE III - TERM OF EXISTENCE

The Corporation shall have perpetual existence.

ARTICLE IV - PRINCIPAL OFFICE OF CORPORATION

The principal office of the Corporation shall be 75 Sharer Road, Unit #2, Woodbridge, Ontario, L4L 8Z3 CANADA.

ARTICLE V - MAILING ADDRESS OF CORPORATION

The mailing address of the Corporation shall be 75 Sharer Road, Unit #2, Woodbridge, Ontario, L4L 8Z3 CANADA.

ARTICLE VI - REGISTERED OFFICE AND AGENT

Section 1. The street address of the initial registered office of the Corporation shall be 721 First Avenue North, St. Petersburg, Florida 33701.

Section 2. The name of the initial registered agent of the Corporation located at said address shall be **ERNEST L. MASCARA**.

ARTICLE VII - CAPITAL STOCK

The maximum number of shares of capital stock that the Corporation is authorized to issue and have outstanding at any time is 20,000,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE VIII - BOARD OF DIRECTORS

Section 1. The business and affairs of the Corporation shall be managed by a Board of Directors, the members of which shall be hereinafter referred to as Directors.

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Section 2. After the filing of these Amended and Restated Articles of Incorporation, the Board of Directors of the Corporation shall be comprised of two individuals whose names and addresses are as follows:

<u>Name</u>	<u>Address</u>
EDDIE M. TATONE	75 Sharer Road, Unit #2 Woodbridge, Ontario, L4L 8Z3 CANADA
PIA M. TATONE	75 Sharer Road, Unit #2 Woodbridge, Ontario, L4L 8Z3 CANADA

Section 3. The number of Directors shall be as provided in the Bylaws of the Corporation, but shall not be less than one (1) but not greater than three (5).

Section 4. Directors shall be elected and hold office as provided in the Bylaws.

ARTICLE IX - BYLAWS

Section 1. The Board of Directors shall adopt Bylaws for the corporation at a meeting of the Board of Directors following the filing of these Articles of Incorporation.

Section 2. The power to adopt, alter, amend or repeal the Bylaws of the Corporation may be exercised by the Board of Directors or the shareholders in accordance with the provisions of the Bylaws.

Section 3. Any Bylaws adopted by the Board of Directors or the shareholders may be altered, amended or repealed by the other group; provided, however, that any Bylaws adopted by the shareholders may provide that it shall be altered, amended or repealed only by the shareholders.

ARTICLE X - AMENDMENTS

Section 1. The power to amend these Articles of Incorporation may be exercised by the Board of Directors, without action of the shareholders, for matters specified by law that do not affect the substantive rights of the shareholders of the Corporation.

Section 2. The power to amend these Articles of Incorporation may be exercised by the Board of Directors, with action of the shareholders, in accordance with the terms of the Corporation's Bylaws.

ARTICLE XI - OFFICERS

Section 1. The officers of the Corporation shall be a President, a Vice President, a Secretary and a Treasurer. The name of the person who is serving as the President is **EDDY M. TATONE**.

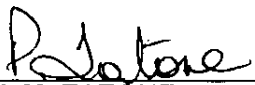
ARTICLE XII - CORPORATE AUTHORITY

These Amended and Restated Articles of Incorporation have been unanimously approved by the sole Directors of the Corporation and the sole Shareholders of the Corporation.

IN WITNESS WHEREOF, for purposes of filing these Amended and Restated Articles of Incorporation for the Corporation under the laws of the State of Florida, the undersigned executed these Articles of Incorporation on this 9th day of JUNE, 2010.

SOLE DIRECTORS:


EDDY M. TATONE


PIA M. TATONE

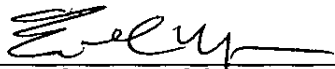
CERTIFICATE OF DESIGNATION AND ACCEPTANCE
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the appropriate sections of the Florida Statutes, the following corporation, organized under the laws of the State of Florida, submits this statement for the purpose of designating the registered office/registered agent in the state of Florida and evidencing the registered agent's acceptance of that position.

1. The name of the Corporation is: **TATONE PROPERTIES FLORIDA, INC.**

2. The name and address of the registered agent and office is:

Ernest L. Mascara
721 First Avenue North
St. Petersburg, Florida 33701

SIGNATURE: 
ERNEST L. MASCARA

DATE: JUNE 9, 2010

HAVING BEEN NAMED AS REGISTERED AGENT AND 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.

SIGNATURE: 
ERNEST L. MASCARA

DATE: JUNE 9, 2010