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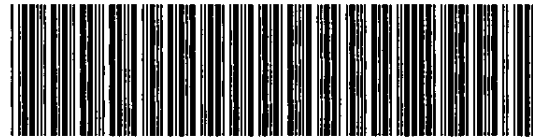
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JAN 02 2013
T. ROBERTS

STEVEN A. SCIARRETTA, P.A.

ATTORNEYS AT LAW

STEVEN A. SCIARRETTA¹
LL.M. IN TAXATION

THE HAMILTON BUILDING
2799 NW Boca Raton Boulevard, Suite 203
Boca Raton, Florida 33431
TELEPHONE: (561) 368-7978
TOLL FREE: (800) 545-8454
TELEFAX: (561) 368-8502

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VIA SECOND DAY UPS

December 21, 2012

State of Florida
Department of State
Registration Section
Division of Corporations
2661 Executive Center Circle
Tallahassee, FL 32301

Re: AJS Properties, Inc.
Arie (Sunny Isles) Inc.
Arie Properties, Inc.

Dear Sir/Madam:

Please find enclosed for filing three (3) Original Articles of Amendment to Articles of Incorporation, for the above referenced Florida corporations.

Also enclosed is our check for \$105.00, made payable to the Florida Department of State, which represents the Filing fee due.

Please return the completed paperwork to me utilizing the enclosed Pre-paid UPS envelope.

Thank you for your prompt cooperation.

Sincerely,

STEVEN A. SCIARRETTA, P.A.

Steven A. Sciarretta

SAS/dg
Enclosures

**AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
ARIE PROPERTIES, INC.**

FILED
12 DEC 26 AM 9:03
CLERK OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following Articles of Amendment to its' Articles of Incorporation:

FIRST: Amendment (s) adopted:

ARTICLE IV – STOCK

The Capital Structure of the corporation is hereby changed as follows:

The number of shares which the corporation is authorized to have outstanding is ten thousand, all Common, which shall be split into Voting and Non-Voting. There shall be one hundred (100) Voting and ninety-nine hundred (9,900) Non-Voting.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, then, provisions for implementing the amendment, if not contained in the amendment itself, are as follows:

Existing shares shall be exchanged pro-rata for Voting and Non-Voting Common stock being issued.

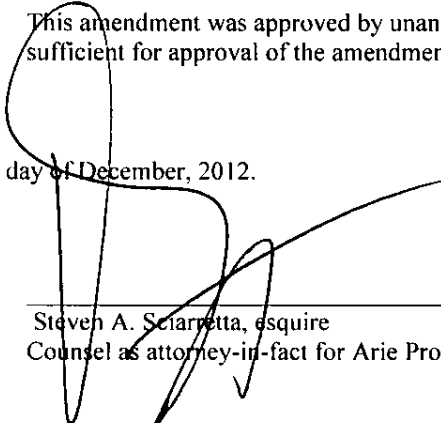
THIRD: The date of each amendment's adoption is December 21, 2012.

FOURTH: Adoption of Amendment:

This amendment was approved by unanimous vote of the shareholders, which is sufficient for approval of the amendment.

Signed this 21st day of December, 2012.

Signature:



Steven A. Sclarretta, esquire
Counsel as attorney-in-fact for Arie Properties, Inc.