

# 191800

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*Articles of  
Amendment*

11/17/11--01030--005 \*\*35.00

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2011 NOV 17 AM 10:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*ADR  
11/21/11*

**COVER LETTER**

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: Selva Marina Country Club, Inc.

DOCUMENT NUMBER: 191800

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

Please return all correspondence concerning this matter to the following:

Richard G. Hathaway  
Name of Contact Person

Hathaway & Reynolds, P.A.  
Firm/ Company

50 A1A North, Suite 108  
Address

Ponte Vedra Beach, FL 32082  
City/ State and Zip Code

rhathaway@pvttitle.com  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Richard G. Hathaway at ( 904 ) 280-5575  
Name of Contact Person Area Code & Daytime Telephone Number

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

- |   |  |   |  |
|---|--|---|--|
| <input checked="" type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certified Copy<br>(Additional copy is<br>enclosed) | <input type="checkbox"/> \$52.50 Filing Fee<br>Certificate of Status<br>Certified Copy<br>(Additional Copy<br>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

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
SELVA MARINA COUNTRY CLUB, INC.**

**FILED**

**2011 NOV 17 AM 10:25**

**SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**

These Articles of Amendment are filed pursuant to Florida Statutes Section 607.1006, to reflect an amendment to the Articles of Incorporation of Selva Marina Country Club, Inc. as follows:

1. The name of this corporation is Selva Marina Country Club, Inc. (the "Corporation")
2. The Articles of Incorporation of the Corporation are hereby amended by deleting Article III in its entirety and by substituting in lieu thereof the following Article:

**"ARTICLE III**

The capital stock of this corporation shall consist of 2250 shares of common stock of a par value of \$250.00 per share. Each share of common stock shall entitle the holder thereof to one vote on all corporate matters requiring the vote of the stockholders.

The capital stock of this corporation shall also consist of 400 shares of a non-cumulative and non-voting preferred stock having a par value of \$500.00 per share.

The shares of preferred stock shall entitle the holders thereof to the following privileges and preference:

The preferred stock shall carry a non-cumulative annual dividend of \$1.00 per share to the preferred shareholders, as and when declared by the Board of Directors, on a non-cumulative annual basis.

The preferred stock shall also carry a preference in liquidation of the corporation of \$500.00 per share as to the net assets available for distribution to the preferred stockholders in preference and priority to the holders of the common stock.

The holders of the preferred stock shall also be entitled to receive as a liquidating distribution any declared but unpaid annual dividends, without interest.

Any net assets available for distribution in excess of the aggregate par value of the shares of outstanding \$500.00 par value

preferred stock shall be payable and distributable pro rata to the holders of the common stock.”

3. In accordance with Florida Statutes Section 607.1003, the foregoing amendment was adopted by the shareholders of the Corporation on November 1, 2011. The holders of the Corporation's common voting shares constitute the only voting group entitled to vote on the amendment and the number of votes cast for this amendment by the common voting shareholders is sufficient for approval.

4. Upon the filing of these Articles of Amendment by the Department of State, the foregoing amendment shall become effective.

IN WITNESS WHEREOF, the undersigned officer of the aforesaid Corporation has executed these Articles of Amendment this 1 day of November, 2011.

SELVA MARINA COUNTRY CLUB, INC.,  
a Florida corporation

By Patrick J. Brennan  
Name: PATRICK J. BRENNAN  
Title: PRESIDENT