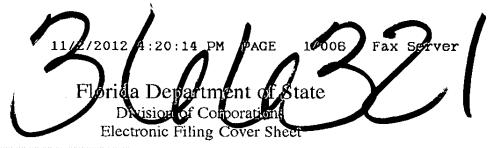
Fax Server Division of Corporations



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COR AMND/RESTATE/CORRECT OR O/D RESIGN BAY CADILLAC, INC.

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Amend (14) 11/3/12

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	Articles of	Amendment		
<i>व</i>		to Incorporation		
		of dillac, Inc.		
(Name of Corporation as		· <u>··························</u>	ate)	
	366	321		
(Documen	t Number of Corporation	n (if known)		
Pursuant to the provisions of section 607. its Articles of Incorporation:	1006, Florida Statutes, th	nis Florida Profit Cor	poration adopts the fol	lowing amendment(s) to
A. If amending name, enter the new na	me of the corporation:			
N/A				The new
name must be distinguishable and cont "Corp.," "Inc.," or Co.," or the design word "chartered," "professional associate	ation "Corp," "Inc," of	r "Co". A professio		
B. Enter new principal office address, (Principal office address MUST BE A ST		N/A		
C. Enter new mailing address, if appli (Mailing address MAY BE A POST (N/A		- 104-2 HIV-1
D. If amending the registered agent an new registered agent and/or the new	registered office addr		ter the name of the	1. 1.
Name of New Registered Agent	N/A		 	
New Registered Office Address:	(Florida	street address)	, Florida	
THE PERSON NAMED IN COLUMN 1	(C	ity)	(Zip Coo	de)
New Registered Agent's Signature, if cl I hereby accept the appointment as regist			e ohligations of the pos	ition.

Signature of New Registered Agent, if changing

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If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

Please note the officer/director title by the first letter of the office title:

P = President; V = Vice President; T = Treasurer; S = Secretary; D = Director; TR = Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change, Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example: X Change	PT	John Do	<u>.</u> <u>e</u>	
X Remove	Y	Mike Jo	neş	
X Add	<u>sv</u>	Salty Sn	<u>nith</u>	
Type of Action (Check One)	Title		Name	<u>Addres</u> s
1) Change			N/A	· · · · · · · · · · · · · · · · · · ·
Add				
Remove				
2) Change			· · · · · · · · · · · · · · · · · · ·	
Add				
Remove				
3) Change		_		
Add				
Remove				
4) Change		_		
Add				
Remove				
5) Change	<u> </u>			
Add				
Remove				
6) Change				
Add		_		
Remove				

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If amending or adding additional Articles, enter change(s) here: (Attach additional sheets, if necessary). (Be specific)	
See Exhibit A attached hereto.	
	·
<u>→</u>	
	No. of the second all the second
If an amendment provides for an exchange, reclassification, or control of the provisions for implementing the amendment if not contained in (if not applicable, indicate N/A)	the amendment itself:
(у погарунскоге, такие плу	·
See Exhibit A attached hereto.	

EXHIBIT A

 $T \cap$

ARTICLES OF AMENDMENT ARTICLES OF INCORPORATION

OF

BAY CADILLAC, INC.

E. Amendment to Article III of the Articles of Incorporation is hereby amended to read in full as follows:

"III. The number of authorized shares of Common Stock of the Corporation shall be One Thousand (1,000) shares of Common Stock with a par value of One Dollar (\$1.00) per share, of which Ten (10) shares shall be designated as Voting Common Stock and Nine Hundred Ninety (990) shares shall be designated as Non-Voting Common Stock. All shares when issued shall be nonassessable and fully paid and the rights, preferences and privileges of the Voting Common Stock and the Non-Voting Common Stock shall be identical in all respects except that in all matters submitted to the shareholders for a vote, each outstanding share of the Voting Common Stock shall be entitled to vote and each outstanding share of Non-Voting Common Stock shall not be entitled to vote except as otherwise required by law."

F. Provisions for implementing the amendment - the Board and shareholders adopted the following resolutions:

WHEREAS, the Corporation desires to redeem the stock of the Corporation and issue Voting and Non-Voting Shares to the shareholders of the Corporation in the following manner.

NOW, THEREFORE, BE IT

RESOLVED, that in connection with the proposed recapitalization of Corporation, each of the shareholders of Corporation will contribute all of his or her stock to the Corporation in exchange for Voting Stock of the Corporation, such that immediately after the exchange, each shareholder's ownership and voting percentage of the outstanding Voting Stock of the Corporation will be identical as such shareholder's ownership and voting percentage of Corporation's outstanding stock immediately prior to the exchange as set forth on Schedule A attached hereto; and

FURTHER RESOLVED, that, upon completion of the proposed recapitalization, the Corporation will declare that a pro rata dividend of ninety-nine Non-Voting Shares be issued for each Voting Share issued;

FURTHER RESOLVED, that the President and the Secretary of this Corporation be, and each of them is hereby authorized, empowered and directed to issue and deliver stock certificates for fully paid and nonassessable shares of Voting and Non-Voting Stock, One Dollar (\$1.00) par value per share, of this Corporation to the shareholders of record as of the date hereof.

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The date of each amendment(s)	adoption: October 3/ , 2012
Effective date <u>if applicable:</u>	MA
Effective date if applicable:	(no more than 90 days after amendment file date)
Adoption of Amendment(s)	(CHECK ONE)
■ The amendment(s) was/were as by the shareholders was/were	dopted by the shareholders. The number of votes cast for the amendment(s) sufficient for approval.
	pproved by the shareholders through voting groups. The following statement or each voting group entitled to vote separately on the amendment(s):
"The number of votes can	st for the amendment(s) was/were sufficient for approval
by	
	(voting group)
action was not required.	dopted by the board of directors without shareholder action and shareholder dopted by the incorporators without shareholder action and shareholder
action was not required.	
_{Dated} Octob	per 31, 2012
Signature	Ment som
select	director, president or other officer – if directors or officers have not been ted, by an incorporator – if in the hands of a receiver, trustee, or other court inted fiduciary by that fiduciary)
	Norman Braman
	(Typed or printed name of person signing)
	Vice President
	(Title of person signing)