

442155

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H11000139649 3)))



H110001396493ABC1

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations
Fax Number : (850) 617-6380

From: Account Name : CORPORATION SERVICE COMPANY
Account Number : I20000000195
Phone : (850) 521-1000
Fax Number : (850) 558-1515

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: _____

**COR AMND/RESTATE/CORRECT OR O/D RESIGN
BEL-AIRE INVESTMENTS, INC.**

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$35.00

RECEIVED
11 MAY 25 AM 10:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED
11 MAY 25 PM 2:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

C.COULLIETTE

Electronic Filing Menu Corporate Filing Menu

Help
MAY 25 2011

EXAMINER

**ARTICLES OF AMENDMENT AND RESTATEMENT
OF
ARTICLES OF INCORPORATION
OF
BEL-AIRE INVESTMENTS, INC.**

Pursuant to the provisions of Section 607.1007, Florida Statutes, this Corporation adopts the following Amended and Restated Articles of Incorporation.

1. This Corporation hereby amends and restates its Articles of Incorporation originally filed on December 21, 1973, and filed as Document Number 442155.
2. The name of the Corporation is Bel-Aire Investments, Inc.
3. These Articles of Amendment and Restatement of the Articles of Incorporation of Bel-Aire Investments, Inc., were adopted as of March 18, 2011, by a Joint Action of the Board of Directors of the Corporation and the Shareholders In Writing Without A Formal Meeting. The number of votes cast for the Articles of Amendment and Restatement were sufficient for approval.
4. This Corporation's Articles of Incorporation are hereby amended and restated as follows:

ARTICLE I - NAME

The name of the corporation ("Corporation") is Bel-Aire Investments, Inc.

ARTICLE II - TERM OF EXISTENCE

The Corporation is to exist perpetually.

ARTICLE III - PURPOSES

The purposes of the Corporation are to engage in any lawful act, activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of this Corporation is 2033 Main Street, Suite 600, Sarasota, FL 34237.

ARTICLE V - CAPITAL STOCK

The shares of stock of the Corporation shall consist of only one class of stock. The number

FILED
11 MAY 25 PM 2:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

of shares of stock this Corporation is authorized to issue and have outstanding is One Hundred Thousand (100,000) shares of Common Stock, having a par value of \$0.10 per share. All Common Shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share on all matters on which Shareholders have the right to vote.

ARTICLE VI - REGISTERED AGENT AND ADDRESS

The street address of the Corporation's registered office is Icard, Merrill, Cullis, Timm, Furen & Ginsburg, P.A., 2033 Main Street, Suite 600, Sarasota, FL 34237. The registered agent for the Corporation at that address is Richard S. Webb, IV, Esquire.

ARTICLE VII - INDEMNIFICATION

The Corporation shall indemnify, defend, save, pay and hold harmless its directors, officers, employees, and agents to the fullest extent permitted by law.

ARTICLE VIII - AMENDMENT

The Articles of Incorporation may be amended in certain instances by the Board of Directors pursuant to applicable law and in certain instances by resolutions adopted by the Board of Directors, proposed by them to the Shareholders and approved at a Shareholders meeting by a majority of the stock entitled to vote thereon.

ARTICLE IX - SHAREHOLDER ACTION

An affirmative vote of fifty one percent (51%) of the shares of the capital stock of the Corporation shall be required for any Shareholder action.

IN WITNESS WHEREOF, the undersigned office of the Corporation has executed these Articles of Incorporation as of March 18, 2011.

BEL-AIRE INVESTMENTS, INC.

By: Larry W. Tyler

Larry W Tyler, President

DISCLOSURE: THIS DOCUMENT IS PART OF A SERIES OF SIX ATTACHMENTS

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Bel-Aire Investments, Inc., at the place designated in the Articles of Incorporation, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the undersigned's duties, and the undersigned is familiar with and accepts the obligations of the undersigned's position as registered agent.

A handwritten signature in black ink, appearing to read 'R. S. Webb, IV', is written over a horizontal line.

Richard S. Webb, IV, Registered Agent
Dated as of March 18, 2011