## 652753

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C. Coulliste MAR 2 4 2006

Cooper Enterprises, Inc. GENERAL CONTRACTOR PO Box 1604 Newberry, FL 32669

March 15, 2006

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

RE: Resignation and Change of stock

To Whom It May Concern:

Please record the following letter of resignation for Stephen Paul Cooper from Cooper Enterprises, Inc., effectively immediately.

The 60 shares of stock previously belonging to Stephen Paul Cooper should be directed as follows: Fifteen (15) shares of stock to go to the following four office/owners. Stewart Phillip Cooper 15 shares, Michael Dwayne Cooper 15 shares, Mark Daniel Cooper 15 shares and Anthony Abreu 15 shares. I have enclosed Stephen's resignation letter.

If there is any further question or information needed please contact me at 352-472-1356.

Thank You,

Donna Cooper

Cooper Enterprises, Inc.

Donna Ceoper

## **COVER LETTER**

TO: Amendment Section Division of Corporations
SUBJECT: COPER ENTERPRISES, INC. (Name of Corporation)
DOCUMENT NUMBER: 652 753
The enclosed Officer/Director Resignation for a Corporation and fee are submitted for filing
Please return all correspondence concerning this matter to the following:
(Name of Person)
COOPER ENTERPLISES, INC. (Name of Firm/Company)
P. O. Box 1398 (Address)
STUART, FL 34995 (City/State and Zip Code)
For further information concerning this matter, please call:
DONNA OOPEL at (352) 472-1354 (Name of Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for \$35.00 made payable to the Florida Department of State.

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

Mailing Address:
Amendment Section
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Articles of Amendment to Articles of Incorporation of
Cooper Enterprises, Inc
(Name of corporation as currently filed with the Florida Dept. of State)
652 753
(Document number of corporation (if known)
Pursuant to the provisions of section 607.1006, Florida Statutes, this <i>Florida Profit Corporation</i> adopts the following amendment(s) to its Articles of Incorporation:
NEW CORPORATE NAME (if changing):
(Must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.")  (A professional corporation must contain the word "chartered", "professional association," or the abbreviation "P.A.")
AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: (BE SPECIFIC)
Article IV Section 2
Transfer of 60 Shares of Stock from Stephen
Cooper to the following:
Stewart Cooper for a total of 75
Michael Cooper 15 for a total of 75
Mark Cooper 15 for a total of 75
Anthony Abreu 15 for a total of 75
OFFicers/Directors delete: Stephen P. Cooper
(Attach additional pages if necessary)
If an amendment provides for exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself: (if not applicable, indicate N/A)

(continued)

The date of each amendment(s) adoption: 3/14/06
Effective date if applicable: 3/14/06 (no more than 90 days after amendment file date)
Adoption of Amendment(s) (CHECK ONE)
The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.
The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):
"The number of votes cast for the amendment(s) was/were sufficient for approval by  (voting group)
The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
Signature  The a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)
Stewart Cooper  (Typed or printed name of person signing)
Secretary of Corporation (Title of person signing)

FILING FEE: \$35