

05/16/00 TUE 13:00

HLM

001

Division of Corporations

https://corpdos.state.fl.us/scripts/efilcovr.exe

F69653

Florida Department of State  
Division of Corporations  
Public Access System  
Katherine Harris, Secretary of State

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.

((H00000027044 7)))

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) 922-4000

From:

Account Name : FOWLER, WHITE, GILLEN, BOGGS, VILLAREAL & BANKER, P.A.  
Account Number : 075410001562  
Phone : (813) 228-7411  
Fax Number : (813) 228-9401

RECEIVED

00 MAY 16 PM 3:05

DIVISION OF CORPORATIONS

BASIC AMENDMENT

DEALCO, INC.

Certificate of Status	1
Certified Copy	0
Page Count	03
Estimated Charge	\$43.75

FILED  
00 MAY 16 PM 3:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

AMENDED  
CRB 5/17

Fax Audit No. H00000027044 7  
Page 1 of 3

FILED  
00 MAY 16 PM 3:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

AMENDMENT TO THE  
ARTICLES OF INCORPORATION OF  
DEALCO, INC.

WHEREAS, the Articles of Incorporation of DEALCO, INC. were filed with and approved by the Secretary of State of Florida on the 4th day of March, 1982;

WHEREAS, it is the intention of all of the directors of DEALCO, INC. that the Articles of Incorporation be amended in accordance with the Amendment to the Articles of Incorporation hereinafter set forth;

WHEREAS, the proposed Amendment to the Articles of Incorporation of DEALCO, INC. hereinafter set forth was approved by all of the directors of DEALCO, INC. on April 23 2000;

WHEREAS, the proposed Amendment to the Articles of Incorporation of DEALCO, INC. hereinafter set forth was approved by the sole shareholder of DEALCO, INC. on April 23 2000; and

WHEREAS, the approval of the Secretary of State of Florida of the proposed Amendment hereinafter set forth is hereby requested.

NOW, THEREFORE, the Articles of Incorporation of DEALCO, INC. are hereby amended by deleting in its entirety the present Article IV and by substituting therefor the following, to wit:

**"ARTICLE IV**

**Capital Stock**

1. There shall be two classes of capital stock of the Corporation: voting common stock, \$1 par value per share (the "Voting Common Stock") and non-voting common stock, \$1 par value per share (the "Non-voting Common Stock") (together, the Voting Common Stock and the Non-voting Common Stock shall be referred to as the "Common Stock"). The total number of shares of Common Stock of either class which the Corporation has the authority to issue is 7,500 shares.

Fax Audit No. H00000027044 7  
Page 2 of 3

2. The designations, voting powers, preferences and relative, participating, optional or other special rights, and qualifications, limitations or restrictions of the above stock are as follows:

- (a) the holders of the Common Stock are entitled to receive, to the extent permitted by law, such dividends as may be declared from time to time by the Board of Directors.
- (b) In the event of the voluntary or involuntary liquidation, dissolution, distribution of assets or winding up of the Corporation, after distribution in full of the preferential amounts, if any, to be distributed to the creditors and holders of shares of preferred stock, if any such stock shall be authorized herein and issued, the holders of Common Stock shall be entitled to receive all of the remaining assets of the Corporation of whatever kind available for distribution to shareholders ratably in proportion to the number of shares of Common Stock held by them respectively. The Board of Directors may distribute in kind to the holders of Common Stock such remaining assets of the Corporation or may sell, transfer or otherwise dispose of all or any part of such remaining assets to any other corporation, trust or other entity and receive payment therefor in cash, stock or obligations of such other corporation, trust or other entity, or any combination thereof, and may sell all or any part of the consideration so received and distribute any balance thereof in kind to holders of Common Stock. The merger or consolidation of the Corporation into or with any other corporation, or the merger of any other corporation into it, or any purchase or redemption of shares of stock of the Corporation of any class, shall not be deemed to be dissolution, liquidation or winding up of the Corporation for the purposes of this paragraph.
- (c) Each holder of Voting Common Stock has one vote with respect to each share of stock held by him of record on the books of the Corporation on all matters voted upon by the shareholders. The Non-voting Common Stock has no vote with respect to any matters to be voted upon by the shareholders except as may be required by law.
- (d) The private property of the shareholders of this Corporation shall not be subject to the payment of corporate debts, except to the extent of any unpaid balance of subscription of shares.
- (e) Any person, upon becoming the owner or holder of any shares of the Common Stock or other securities having voting rights issued by this Corporation ("Shareholder"), does thereby consent and agree that all rights, powers, privileges, obligations or restrictions pertaining to such person or such securities in any way may be altered, amended, restricted, enlarged, or repealed by legislative enactments of the State of Florida, or of the United States hereinafter adopted which have reference to or affect corporations, such securities, or such persons if any; and that the Corporation, reserves the right to transact any business of the Corporation, to alter, amend or repeal these Articles of Incorporation, or to do any other acts or things as authorized, permitted or allowed by such legislative enactments."

Fax Audit No. H00000027044 7  
Page 3 of 3

IN WITNESS WHEREOF, this Amendment to the Articles of Incorporation is hereby  
executed on behalf of DEALCO, INC. by its sole director on this 16 day of May, 2000.

DEALCO, INC.

By:   
Troy M. Deal, Jr., President

H:\OMP\DOCS\amend-dealco.wpd