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Division of Corporations
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AMD PROPERTY MANAGEMENT, INC.

Certificate of Status	0
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AJR
6/26/08

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

F97000001936

(Document number of corporation (if known))

1. **AMD PROPERTY MANAGEMENT, INC.**

(Name of corporation as it appears on the records of the Department of State)

2. **Nevada**

(Incorporated under laws of)

3. **April 14, 1997**

(Date authorized to do business in Florida)

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? **May 21, 2008**

5. **JRK RESIDENTIAL GROUP, INC.**

(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

6. If the amendment changes the period of duration, indicate new period of duration.

(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

(New jurisdiction)

8. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.

(Signature of a director, president or other officer - If in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

JAY SCHULMAN

(Typed or printed name of person signing)

President

(Title of person signing)

FILED
2008 JUN 25 AM 10:40
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

STATE OF NEVADA

ROSS MILLER
Secretary of State



SCOTT W. ANDERSON
Deputy Secretary
for Commercial Recordings

OFFICE OF THE
SECRETARY OF STATE

Certified Copy

May 21, 2008

Job Number: C20080521-1436

Reference Number:

Expedite:

Through Date:

The undersigned filing officer hereby certifies that the attached copies are true and exact copies of all requested statements and related subsequent documentation filed with the Secretary of State's Office, Commercial Recordings Division listed on the attached report.

Document Number(s)	Description	Number of Pages
20080346979-28	Amended & Restated Articles	5 Pages/1 Copies

Respectfully,

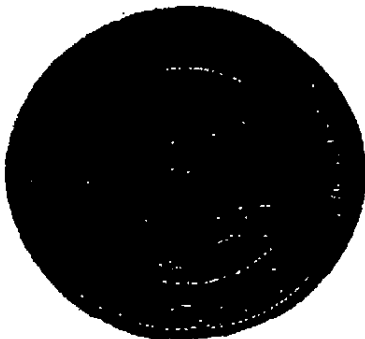
A handwritten signature in black ink, appearing to read "Ross Miller".

ROSS MILLER
Secretary of State

By

A handwritten signature in black ink, appearing to be a stylized name.

Certification Clerk



Commercial Recording Division
202 N. Canon Street
Carson City, Nevada 89701-4069
Telephone (775) 684-5708
Fax (775) 684-7138



ROSS MILLER
Secretary of State
204 North Carson Street, Ste 1
Carson City, Nevada 89701-4300
(775) 684 5700
Website: secretaryofstate.nv.gov

**Certificate to Accompany
Restated Articles**
(PURSUANT TO NRS)

Filed in the office of	Document Number
	20080346979-28
Ross Miller Secretary of State State of Nevada	Filing Date and Time 05/21/2008 11:32 AM
	Entity Number C20972-1995

USE BLACK INK ONLY - DO NOT HIGHLIGHT

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This Form is to Accompany Restated Articles of Incorporation
(Pursuant to NRS 79.403, 92.071, 92.071, 92A, 92.088 or 92A.280)

(This Form is also to be used to accompany Restated Articles for Limited Liability Companies, Certificates of Limited Partnership, Limited Liability Limited Partnerships and Business Trusts)

1. Name of Nevada entity as last recorded in this office:

LAND PROPERTY MANAGEMENT, INC.

2. The articles are being ☐ Restated or ☒ Amended and Restated (check only one). Please write your amended articles "Restated" or "Amended and Restated," accordingly.

3. Indicate what changes have been made by checking the appropriate box.*

- ☐ No amendments; articles are restated only and are signed by an officer of the corporation who has been authorized to execute the certificate by resolution of the board of directors adopted on _____ The certificate correctly sets forth the text of the articles or certificate as amended to this date of the certificate.
- ☒ The entity name has been amended.
- ☒ The resident agent has been changed. (Attach Certificate of Acceptance from new resident agent)
- ☒ The purpose of the entity has been amended.
- ☐ The authorized shares have been amended.
- ☒ The directors, managers or general partners have been amended.
- ☐ New text language has been added.
- ☒ Articles have been added.
- ☒ Articles have been deleted.
- ☐ Other. The articles or certificate have been amended as follows (specify article numbers, if available):

*This form is to accompany Restated Articles which contain newly stated or amended articles. The Restated Articles must contain all of the requirements as set forth in the statutes for amending or restating the articles or certificates.

IMPORTANT! Failure to include any of the above information and submit the proper fees may cause this filing to be rejected.

This form must be accompanied by appropriate fees

Statute Secretary of State - All Restated 2002
Revised on 05/20/08

AMENDED AND RESTATED ARTICLES OF INCORPORATION*of***AMD PROPERTY MANAGEMENT, INC.**

The undersigned certifies that he is the President and Chief Financial Officer of AMD Property Management, Inc., a California corporation. For the purpose of continuing a corporation, designating the corporation as a close corporation, and amending and completely restating the articles of incorporation of the aforementioned corporation under the provisions of Title 7, Chapters 78 and 78A of the Nevada Revised Statutes (the "General Corporation Law of the State of Nevada"), does hereby adopt and make the following amended and restated Articles of Incorporation:

- FIRST:** The name of the corporation (hereinafter referred to as, the "Corporation") is **JRK RESIDENTIAL GROUP, INC.**
- SECOND:** The name of the Corporation's Resident Agent in the State of Nevada is National Registered Agents, Inc. of NV. The Registered Agent's address in the State of Nevada is 1000 East William Street, Suite 204, Carson City, Nevada 89701.
- THIRD:** The Corporation is designated as a Close Corporation pursuant to the General Corporation Law of the State of Nevada. All of the issued shares of stock of the Corporation, of all classes, shall be held of record by not more than thirty (30) persons. The Corporation shall not offer any of its stock of any class that would constitute a public offering within the meaning of the Securities Act of 1933, 15 U.S.C. §§ 77 *et seq.*
- FOURTH:** The purpose of this Corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of the State of Nevada. Notwithstanding the foregoing, the Corporation shall not engage in any activity that requires regulation or approval by the Financial Institutions Division, Insurance Division, State Board of Professional Engineers and Land Surveyors, State Board of Accountancy, or Real Estate Division in effect in the State of Nevada.
- FIFTH:** The total number of shares that may be issued by the Corporation is Ten Thousand (10,000), all of which are of one class, designated as "Common Stock." The aforementioned authorized shares of the Corporation have no par value.

SIXTH: The governing board of the Corporation is a Board of Directors. The three (3) persons comprising the Board of Directors of the Corporation are as follows:

<u>NAME:</u>	<u>ADDRESS:</u>
James Lippman	11766 Wilshire Blvd., Ste 1450 Los Angeles, California 90025
Jay Schulman	11766 Wilshire Blvd., Ste 1450 Los Angeles, California 90025
John S. McKee	11766 Wilshire Blvd., Ste 1450 Los Angeles, California 90025

The number of Directors of the Corporation may be increased or decreased in the manner provided in the Bylaws of the Corporation; provided that no decrease shall be to a number less than one (1).

SEVENTH: The name and post office address of the person acting as Incorporator signing these Amended and Restated Articles of Incorporation is:

<u>NAME:</u>	<u>ADDRESS:</u>
Jay Schulman	11766 Wilshire Blvd., Ste 1450 Los Angeles, California 90025

EIGHTH: The Corporation shall have perpetual existence until the Shareholders of the Corporation elect to have it dissolved.

NINTH: The Corporation shall, to the fullest extent permitted by the General Corporation Law of the State of Nevada, indemnify any and all persons whom it shall have power to indemnify under said Law from and against any and all of the expenses, liabilities, or other matters referred to in or covered by said Law, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, agreement, vote of stockholders or otherwise may provide, while holding an office of the Corporation. The Corporation may purchase and maintain insurance on behalf of any such person against any liabilities asserted against or incurred by such person in his/her capacity as an officer of the Corporation, whether or not the Corporation would have the power to indemnify such person against liability.

TENTH: The liability of the directors of the Corporation for monetary damages is eliminated to the fullest extent permissible under Nevada law. Any repeal or modification of the provisions of this TENTH Article shall not adversely affect any rights or protections to which the Corporation's agents were entitled prior to such repeal or modification.

ELEVENTH: The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Amended and Restated Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation.

The foregoing Amended and Restated Articles of Incorporation has been duly approved by the Board of Directors of the Corporation.

The foregoing amendment and restatement of Articles of Incorporation has been duly approved by the required vote of shareholders in accordance with Section 78.390 of the Nevada Revised Statutes. The total number of issued outstanding shares of the corporation is 10,000. The vote of the shareholders in approving this amendment and restatement of the Articles of Incorporation was unanimous (all 10,000 shares).

IN WITNESS WHEREOF, the undersigned declares under penalty of perjury under the laws of the State of Nevada that the matters set forth in these Amended and Restated Articles of Incorporation are true and correct of my own knowledge.

DATED: May 15, 2008


JAY SCHULMAN
President and acting incorporator

ATTEST

JOHN S. MCKEE
Secretary



ROSS MILLER
Secretary of State
292 North Carson Street
Carson City, Nevada 89701-4201
(775) 684-5768
Website: secretaryofstate.biz

Resident Agent Acceptance

General Instructions for this form:

1. Please print legibly or type; Black ink Only
2. Complete all fields. Do not highlight.
3. Ensure that document is signed in signature field.

ABOVE SPACE IS FOR OFFICE USE ONLY

In the matter of AMID PROPERTY MANAGEMENT, INC.

(Name of business entity)

I, NATIONAL REGISTERED AGENTS, INC. OF NV

(Name of resident agent)

hereby state that on 05/19/2008 I accepted the appointment as resident agent

(Date)

for the above named business entity. The street address of the resident agent in this state is as follows:

1000 East William Street

(MANDATORY) Physical Street Address

204

Suite number

Carson City

City

NEVADA

89701

Zip Code

Optional: (address where mail will be sent)

(OPTIONAL) Additional Mailing Address

Suite number

City

State

Zip Code

Signature:

Sandi Hansen

Authorized Signature of R.A. or On Behalf of R.A. Company

Assoc. Secy. for National
Registered Agents, Inc. of NV.

5/19/08

Date

Nevada Secretary of State RA Acceptance 2005
Revised on: 04/26/07