

H32562

Florida Department of State
Division of Corporations
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RAYEM MANAGEMENT CORP.

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June 6, 2012

FLORIDA DEPARTMENT OF STATE
Division of Corporations

RAYEM MANAGEMENT CORP.
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SUBJECT: RAYEM MANAGEMENT CORP.
REF: H32562

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The date of adoption of each amendment must be included in the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Tina Roberts
Regulatory Specialist II

FAX Aud. #: H12000149787
Letter Number: 412A00016093

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CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF
RAYEM MANAGEMENT CORP.

The undersigned, being the Co-Presidents of Rayem Management Corp., a Florida corporation, for the purpose of amending the Articles of Incorporation, do hereby certify:

FIRST: The name of the corporation is:

RAYEM MANAGEMENT CORP.

SECOND: Article Fourth of the corporation's Articles of Incorporation, relating to the number of shares of the corporation, has been amended so as to read, in full, as follows:

"FOURTH: The total authorized capital stock of the corporation shall consist of the following classes of stock:

(a) One Thousand (1,000) shares of Class A Voting Common stock without par value;

(b) One Hundred Thousand (100,000) shares of Class B Nonvoting Common stock without par value;

The designations, preferences, privileges, voting powers and the restrictions, limitations, and qualifications of the various classes of stock which the corporation is authorized to issue are as follows:

(a) Except as herein specifically provided and except as otherwise expressly provided by the laws of the State of Florida, the holders of the Class B Nonvoting Common stock shall possess no voting power and shall not have the right to participate in any meeting of the shareholders or to have notice thereof, and the holders of the Class A Voting Common stock shall exclusively possess the voting power of the corporation.

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(b) Dividends upon the Class A Voting Common stock and the Class B Nonvoting Common stock may be declared by the Board of Directors. The payment or setting apart of such dividends, on a per share basis, shall be made equally to the holders of the Class A Voting Common stock and of the Class B Nonvoting Common stock without any distinction being made for this purpose based upon the designation of the stock as Class A Voting Common stock or Class B Nonvoting Common stock.

(c) In the event of any liquidation, dissolution, or winding up of the corporation, whether voluntary or involuntary, the holders of the Class A Voting Common stock and the holders of the Class B Nonvoting Common stock shall be entitled to receive and to be paid, share and share alike, ratably according to the number of shares held, all the remaining assets of the corporation without any distinction being made for this purpose based upon the designation of the stock as Class A Voting Common stock or Class B Nonvoting Common stock.

(d) The consolidation or merger of the corporation with any other corporation or corporations shall not be deemed a liquidation, dissolution, or winding up of the corporation within the meaning of this Article FOURTH.

(e) No holder of any of the shares of the capital stock of any class shall be entitled as of right to purchase or subscribe for any unissued stock of any class or any additional shares of any class to be issued by reason of any increase of the authorized capital stock of the corporation of any class, or bonds, certificates of indebtedness, debentures, or other securities convertible into stock of the corporation or carrying any right to purchase stock of any class, but any such unissued stock or such additional authorized issue of any stock or of other securities convertible into stock, or carrying any right to purchase stock, may be issued and disposed of pursuant to resolution of the Board of Directors to such persons, firms, corporations, or associations, and upon such terms as may be deemed advisable by the Board of Directors."

THIRD: The foregoing amendment was duly adopted by the Class A Voting shareholders of the corporation on May 11, 2012. The number of votes cast for the amendment was sufficient for approval.

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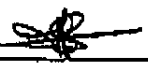
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IN WITNESS WHEREOF, we hereto sign our names this 11th day of

May, 2012.

RAYEM MANAGEMENT CORP.


By: Jonathan Singer, Co-President


By: Richard Singer, Co-President