

H61855

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(Business Entity Name)

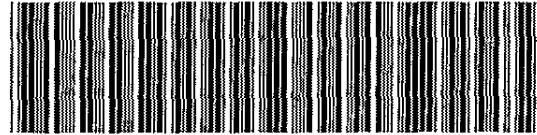
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TALLAHASSEE, FLORIDA

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: NEWPORT DEVELOPMENT CORPORATION

DOCUMENT NUMBER: H61855

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Ryan M. Prager, Esq.

(Name of Contact Person)

Palmieri, Tyler, Wiener, Wilhelm & Waldron LLP

(Firm/ Company)

2603 Main St., Suite 1300

(Address)

Irvine, CA 92614

(City/ State and Zip Code)

For further information concerning this matter, please call:

Ryan M. Prager, Esq.

(Name of Contact Person)

at (949) 851-7256

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☐ \$35 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☒ \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

☐ \$52.50 Filing Fee
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Certified Copy
(Additional Copy
is enclosed)

Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

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

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November 9, 2006

REFER TO FILE NO.
30524-000

ANGELO J. PALMIERI (1926-1996)	
ROBERT F. WALDRON (1927-1998)	
ALAN H. WIENER*	STEPHEN A. SCHECK
ROBERT C. IHRKE*	DONNA S. WOLF
JAMES E. WILHELM*	HEATHER C. WHITMORE
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RONALD M. COLE	JERAD BELTZ
MICHAEL L. D'ANGELO	HEATHER H. WHITEHEAD

*A PROFESSIONAL CORPORATION

VIA CERTIFIED MAIL
RETURN RECEIPT REQUESTED

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Newport Development Corporation

Dear Sir/Madam:

Enclosed please find the original and one copy of the Articles of Amendment to Articles of Incorporation for the above-referenced company. Please file and return one conformed copy.

Our check in the amount of \$43.75 representing the filing and the certified copy fees is attached along with a self-addressed, stamped envelope for your use. Thank you.

Very truly yours,



Torri Williamson
Legal Assistant

tw

Enclosure

NEWPORT DEVELOPMENT CORPORATION

Document No. H61855

Attachment to the Articles of Amendment

Article VI of the Articles of Incorporation of this corporation is amended to read, in its entirety, as follows:

"The total number of shares which this corporation is authorized to issue is ten thousand (10,000), all of the same class, designated "Common Stock." The shares of Common Stock of this corporation may be issued from time to time in two series designated, respectively, Series A, of which this corporation is authorized to issue six thousand (6,000) shares, and Series B, of which this corporation is authorized to issue four thousand (4,000) shares. The rights, preferences, privileges and restrictions of Series A and Series B shall be equal and identical in all respect except that, unless otherwise provided by law, the holders of shares of Series A shall have and possess the exclusive right to notice of shareholders' meetings and the election of directors and upon all other matters, and the holders of shares of Series B shall not be entitled to notice of any shareholders' meetings or to vote upon the election of directors or upon any other matters.

Upon the effectiveness of this amendment, one (1) share of common stock heretofore issued and outstanding shall be converted into 100 shares of Series A common stock."

Articles of Amendment
to
Articles of Incorporation
of

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06 NOV 16 PM 1:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NEWPORT DEVELOPMENT CORPORATION

(Name of corporation as currently filed with the Florida Dept. of State)

H61855

(Document number of corporation (if known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* 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)**

[See Attached Page for Amendment to Article IV]

(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)

N/A

(continued)

The date of each amendment(s) adoption: 9/8/06

Effective date if applicable: _____
(no more than 90 days after amendment file date)

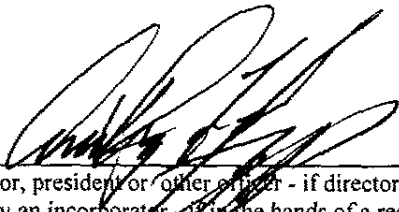
Adoption of Amendment(s) (CHECK ONE)

- ☒ 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


(By 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)

Anthony F. Kopp

(Typed or printed name of person signing)

President

(Title of person signing)

FILING FEE: \$35