

J44071

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(City/State/Zip/Phone #)

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(Business Entity Name)

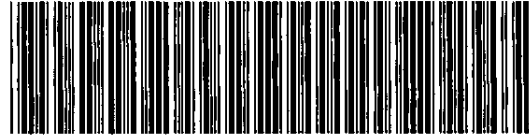
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August 24, 2012

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: **Coconut Grove Gallery, Inc.**

Gentlemen:

Enclosed for filing with the Secretary of State of Florida, please find the original executed Articles of Amendment to Articles of Organization of Coconut Grove Gallery, Inc., along with the filing fee check in the amount of \$35.00.

If you have any question, please feel free to call me.

Sincerely,

Dan P. Heller, Esq.

DPH/md
Enclosure



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION
OF
COCONUT GROVE GALLERY, INC.

1. The name of the corporation is COCONUT GROVE GALLERY, INC. (the "Corporation").
2. The date of filing of the Articles of Incorporation of the Corporation with the Secretary of State of the State of Florida was November 25, 1986, under Document Number J44071.
3. These Articles of Amendment to Articles of Incorporation of the Corporation, as amended, have been duly authorized and directed by Written Consent of the Shareholders of the Corporation dated the 31 day of July, 2012, and the number of votes cast for the amendment was sufficient for approval.
4. The Articles of Incorporation of the Corporation are hereby amended by deleting the Article III of the original Articles of Incorporation to the Corporation, as amended, and to substitute in lieu thereof the following new provisions:



"ARTICLE III

CAPITAL STOCK

The total number of shares of all classes of Common Stock which the Corporation shall have authority to issue is One Thousand (1,000), each share having a par value of One Dollar (\$1), which stock shall be comprised of two classes, the first of which are Class "A" Voting designated common stock (the "Class A Voting Common Stock"), and the second of which are Class "B" Non-Voting designated common stock (the "Class B Non-Voting Common Stock"). The Corporation shall issue two (2) shares of Class A Voting Common Stock for each nine hundred ninety-eight (998) shares of Class B Non-Voting Common Stock issued."

5. All other provisions of the Articles of Incorporation of the Corporation, as amended, shall remain in full force and effect without any modification thereof.
6. These Articles of Amendment has been duly authorized and directed by the Written Consent of the Shareholders of the Corporation dated the 31 day of July, 2012.

DIRECTOR(S):

Sheila Kuhl
Francis A. Kuhl