

**K18409**  
**CANAVERAL PIER SHOPS, INC.**

**8680 N. Atlantic Avenue \* Cape Canaveral, FL 32920 \* (407) 783-1320**

**FILED**  
**Aug 23 PM 3:12**  
**SECRETARY OF STATE**  
**TALLAHASSEE FLORIDA**

August 1, 1997

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

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-08/22/97--01065--007  
\*\*\*\*\*96.25 \*\*\*\*\*96.25

Attn: Velma Shepard  
Corporate Specialist

Re: Charter Number K18409  
Canaveral Pier Shops, Inc.

Dear Ms. Shepard:

Enclosed please find Articles of Amendment to the Articles of Incorporation for the above referenced corporation. I have also enclosed our check in the amount of \$96.25 representing payment of the fees for filing, certified copies, and a certificate of status.

Please contact the undersigned should you require any further information.

Sincerely,

CANAVERAL PIER SHOPS, INC.

*Richard H. Stottler, Jr.*

Richard H. Stottler, Jr.  
President

RHS:rmb

Enclosures

*Amend* <sup>VS</sup> **AUG 29 1997**

**ARTICLES OF AMENDMENT TO  
ARTICLES OF INCORPORATION OF  
CANAVERAL PIER SHOPS, INC.**

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Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation, with the addition of the following Article:

**ARTICLE XI SPECIAL PROVISIONS**

**Affiliate Transactions.** In the operation of the business of the Canaveral Pier Shops, Inc. all transactions with affiliates, as hereinafter defined, must be fair, reasonable and competitive. "Affiliate" means any person, partnership, joint venture, corporation or other form of enterprise which directly or indirectly controls, is controlled by, or is under common control with, one of the parties. For purposes of the preceding sentence, "control" means ownership of twenty five percent (25%) or more of the shares of another corporation. If the alleged affiliate is not a corporation, the term "control" means possession, directly or indirectly, of the power to direct or cause direction of management and policies through ownership of voting securities, contract, voting trust or otherwise.

**Pre-Emptive Rights.** The stockholders of this corporation shall have pre-emptive rights in the event additional shares of the stock of the corporation are ever issued.

**Changes to the Above Provisions.** The provisions stated above can not be amended unless at least seventy percent (70%) of the corporation's outstanding stock vote in favor of the amendment.

The above amendment was adopted by the Board of Directors on July 28, 1997, without shareholder action and shareholder action was not required.

Signed this 1st day of August, 1997.

Richard H. Stoffler, Jr.  
Richard H. Stoffler, Jr.  
President / Director