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WINTER PARK IMPORTS, INC.

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SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

SECRETARY OF STATE
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10 APR 21 AM 9:46

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**ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION
OF WINTER PARK IMPORTS, INC.**

FILED
10 APR 21 AM 9:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006 of the Florida Statutes, the undersigned Florida corporation hereby adopts the following Articles of Amendment to its Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation is Winter Park Imports, Inc. (hereinafter referred to as the "Corporation").

ARTICLE II - ADOPTION AND TEXT OF AMENDMENTS

All of the Directors of the Corporation approved a resolution amending Article III of the Articles of Incorporation and adding Article V to the Articles of Incorporation by Written Consent dated this 23 day of September, 2008, in accordance with the provisions of Section 607.0821 of the Florida Statutes, all of the shareholders of the Corporation approved the resolution amending Article III of the Articles of Incorporation and adding Article V to the Articles of Incorporation by Written Consent dated this 23 day of September, 2008, in accordance with the provisions of Section 607.0704 of the Florida Statutes, and the number of votes cast for the amendments to the Articles of Incorporation was sufficient for approval of said amendments. The following is a true and correct copy of the resolutions amending Article III of the Articles of Incorporation and adding Article V to the Articles of Incorporation:

RESOLVED, that Article III of the Articles of Incorporation of the Corporation be amended in its entirety to read as follows:

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**"ARTICLE III
AUTHORIZED SHARES**

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is seventeen thousand five hundred (17,500) shares, of which seven thousand five hundred (7,500) shares having a par value of One Dollar (\$1.00) per share shall be shares of Class A voting common stock and ten thousand (10,000) shares having a par value of One Dollar (\$1.00) per share shall be shares of Class B non-voting common stock.

The preferences, qualifications, limitations and restrictions, and the special or relative rights with respect to the shares of each class, are as follows:

Each holder of Class A voting common stock of this Corporation shall be entitled to one (1) vote for each share of Class A voting common stock standing in his, her or its name at any and all meetings of the shareholders of this Corporation. Except as otherwise provided by law, no holder of Class B non-voting common stock shall be entitled to cast any vote on account of ownership of such stock.

Except for the difference in voting rights set forth above, the rights, preferences, qualifications, limitations and restrictions, and the special or relative rights with respect to the shares of Class B non-voting common stock, shall be identical in all respects to those of the shares of Class A voting common stock. Accordingly, each share of common stock, both Class A voting and Class B non-voting, shall receive equal dividends if and when declared by the Board of Directors, and in the event of any liquidation, dissolution or winding up of this Corporation, the assets and funds of this Corporation shall be paid to and distributed equally among the holders of both the Class A voting and Class B non-voting common stock in proportion to the number of shares held by the holders of such shares."

FURTHER RESOLVED, that a new Article V be added to the Articles of Incorporation of the Corporation, to read as follows:

**"ARTICLE V
AMENDMENT TO BYLAWS**

The Corporation's Bylaws shall be amended as provided in Section 9.02 of the Bylaws, except that any changes to Section

3.03, Section 3.04 and Section 4.13 of the Bylaws shall require the affirmative vote of the holders of Class B Non-Voting Common Stock of the Corporation, irrespective of the fact that such shareholders own shares of Class B Non-Voting Common Stock."

ARTICLE III - EFFECTIVE DATE OF AMENDMENTS

The effective date of the amendment to the Articles of Incorporation of the Corporation set forth herein will be as of the date of filing these Articles of Amendment to the Articles of Incorporation with the Florida Department of State.

Dated this 23 day of September, 2008.

WINTER PARK IMPORTS, INC.

By: 
James B. Bryan, III, Vice President