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TALLAHASSEE, FLORIDA

Amended
Restated
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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Tile Media Properties, Inc.

DOCUMENT NUMBER: P00000013391

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

Please return all correspondence concerning this matter to the following:

Gail E. Kinney

Name of Contact Person

Taylor English Duma LLP

Firm/ Company

1600 Parkwood Circle, Suite 400

Address

Atlanta, Georgia 30339

City/ State and Zip Code

curt@thetiledoctor.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Gail Kinney

Name of Contact Person

at (678) 3367133

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount made payable to the Florida Department of State:

☒ \$35 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

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

☐ \$52.50 Filing Fee
Certificate of Status
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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

April 2, 2012

GAIL E. KINNEY
TAYLOR ENGLISH DUMA LLP
1600 PARKWOOD CIRCLE - SUITE 400
ATLANTA, GA 30339

SUBJECT: TILE MEDIA PROPERTIES, INC.
Ref. Number: P00000013391

We have received your document for TILE MEDIA PROPERTIES, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

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.

Irene Albritton
Regulatory Specialist II

Letter Number: 912A00010798

WIS
2241



FLORIDA DEPARTMENT OF STATE
Division of Corporations

April 17, 2012

GAIL E. KINNEY
TAYLOR ENGLISH DUMA LLP
1600 PARKWOOD CIRCLE - SUITE 400
ATLANTA, GA 30339

SUBJECT: TILE MEDIA PROPERTIES, INC.
Ref. Number: P00000013391

We have received your document for TILE MEDIA PROPERTIES, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/limited liability company"); and the registered agent's signature.

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.

Irene Albritton
Regulatory Specialist II

Letter Number: 012A00011964

CERTIFICATION

Pursuant to §607.1007 of the Florida Business Corporation Act, the undersigned, being the sole member of the Board of Directors of Tile Media Properties, Inc., a Florida corporation (the "Corporation"), does hereby certify that:

(1) The Amended and Restated Articles of Incorporation of the Corporation are attached hereto as Exhibit A (the "Amended and Restated Articles");

(2) There being no requirement for shareholder approval of the Amended and Restated Articles, the Amended and Restated Articles have been duly adopted by Board of Directors of the Corporation.

(3) These duly adopted Amended and Restated Articles supersede the original Articles of Incorporation of the Corporation and all Amendments thereto.

IN WITNESS WHEREOF, the undersigned has executed this Certification as of March 14, 2012.

Tile Media Properties, Inc.

By: 

Curt V. Rapp, Director

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EXHIBIT A

AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
TILE MEDIA PROPERTIES, INC.

THESE AMENDED AND RESTATED ARTICLES OF INCORPORATION of Tile Media Properties, Inc. (the "Corporation"), are effective as of March 14, 2012.

ARTICLE I

NAME AND ADDRESS

The name of the Corporation is TILE MEDIA PROPERTIES, INC., and the principal office and mailing address is: 2727 Paces Ferry Road, Suite 1660, Atlanta, GA 30339.

ARTICLE II

CAPITAL STOCK

The Corporation shall have the authority to issue one hundred thousand (100,000) shares of Common Stock having a par value of One Dollar (\$1.00) per share. Each of said shares of Common Stock shall be identical with each other in every respect, and the holders of the Common Stock shall be entitled to one vote for each share on all matters on which stockholders have the right to vote, except as otherwise set forth in a writing executed by and between the Corporation and a stockholder, with respect to such stockholder.

ARTICLE III

BOARD OF DIRECTORS

The Board of Directors shall consist of not fewer than one (1) and not more than three (3) members.

ARTICLE V

REGISTERED OFFICE

The registered agent of the Corporation is Jean Snell, 6209 Glen Abey Lane, Bradenton, Florida 34202.

IN WITNESS WHEREOF, I, the undersigned, have executed these Articles as of the date first set forth above.


Curt V. Rapp, President and CEO

Articles of Amendment
to
Articles of Incorporation
of
TILE MEDIA PROPERTIES, INC.

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

P00000013391

(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:

A. If amending name, enter the new name of the corporation:

The new name must be distinguishable and contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.," or the designation "Corp.," "Inc.," or "Co." A professional corporation name must contain the word "chartered," "professional association," or the abbreviation "P.A."

B. Enter new principal office address, if applicable:
(Principal office address **MUST BE A STREET ADDRESS**)

C. Enter new mailing address, if applicable:
(Mailing address **MAY BE A POST OFFICE BOX**)

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent _____

(Florida street address)

New Registered Office Address: _____, Florida _____
(City) (Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Signature of New Registered Agent, if changing

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If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

Please note the officer/director title by the first letter of the office title:

P = President; V= Vice President; T= Treasurer; S= Secretary; D= Director; TR= Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change, Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example:

<input checked="" type="checkbox"/> Change	<u>PT</u>	<u>John Doe</u>
<input checked="" type="checkbox"/> Remove	<u>V</u>	<u>Mike Jones</u>
<input checked="" type="checkbox"/> Add	<u>SV</u>	<u>Sally Smith</u>

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____	_____ _____ _____
2) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____	_____ _____ _____
3) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____	_____ _____ _____
4) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____	_____ _____ _____
5) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____	_____ _____ _____
6) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____	_____ _____ _____

**E. If amending or adding additional Articles, enter change(s) here:***(attach additional sheets, if necessary). (Be specific)*

Articles are being amended to revoke authorization for issuance of preferred stock.

Amended and Restated Articles of Incorporation are attached hereto as Exhibit A.

F. If an amendment provides for an 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

The date of each amendment(s) adoption: March 14, 2012

Effective date if applicable: March 14, 2012
(no more than 90 days after amendment file date)

Adoption of Amendment(s) (CHECK ONE)

- ☐ The amendment(s) was/were adopted 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.

Dated MARCH 14, 2012

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)

Curt V. Rapp

(Typed or printed name of person signing)

President

(Title of person signing)