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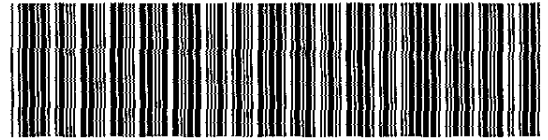
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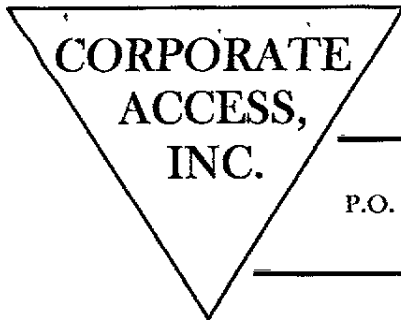
Amend

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Amend

1. SPATA Corp
(CORPORATE NAME AND DOCUMENT #)

2. _____
(CORPORATE NAME AND DOCUMENT #)

3. _____
(CORPORATE NAME AND DOCUMENT #)

4. _____
(CORPORATE NAME AND DOCUMENT #)

5. _____
(CORPORATE NAME AND DOCUMENT #)

6. _____
(CORPORATE NAME AND DOCUMENT #)

SPECIAL INSTRUCTIONS:

**Articles of Amendment
To Articles of Incorporation
of SPATA CORP.**

(Document Number H59523)

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TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its Articles of Incorporation:

Notwithstanding any other provision of the Articles of Incorporation, any other organizational documents or any provisions of law that empowers SPATA CORP. (the "Corporation"), the following provisions shall be operative and controlling so long as the loan (the "Loan") by UBS REAL ESTATE INVESTMENTS INC. or its successors and/or assigns (collectively, the "Lender") to the Corporation is outstanding:

1. The purpose of the Corporation is limited solely to (i) owning, holding, selling, leasing, transferring, exchanging, operating and managing the real property located at the corner of McMullen Booth Rd. and Enterprise Rd. in Clearwater, Florida, more particularly described on Exhibit A (the "Property"), (ii) obtain a loan (the "First Mortgage Loan") from UBS Real Estate Investments Inc., a Delaware corporation (the "Lender") which First Mortgage Loan shall be secured a first priority mortgage upon the Property (the "Mortgage"), and (iii) transacting any and all lawful business that is incident, necessary and appropriate to accomplish the foregoing.

2. Notwithstanding any other provision of this Amendment to Certificate of Incorporation and any provision of law that otherwise so empowers the Corporation, so long as the first mortgage (the "First Mortgage") on the real property of the Corporation is outstanding, the Corporation may not, without the prior written consent of the holder of the First Mortgage, do any of the following:

(a) engage in any business or activity other than those set forth in Paragraph 1 of this Amendment to this Certificate of Incorporation; or

(b) incur any indebtedness or assume or guaranty any indebtedness other than the First Mortgage Loan and unsecured trade debts incurred in the ordinary course of its business which (i) are not evidenced by a note, (ii) are payable within sixty (60) days of the date invoiced, and (iii) are with trade creditors and in amounts as are normal and reasonable under the circumstances, provided that the total outstanding amount of such trade debts does not exceed the maximum amount provided for in the Mortgage.

3. So long as the First Mortgage is outstanding, the board of directors of the Corporation (the "Board of Directors") may not do any of the following:

(a) dissolve or liquidate, in whole or in part;

(b) consolidate or merge with or into any other entity or convey or transfer its properties and assets substantially as an entirety to any entity;

(c) amend or cause to be amended the organizational documents of the Corporation with respect to changing the sole purpose of the Corporation or the separateness covenants contained therein; or

(d) take any action that might cause the Corporation to become insolvent.

4. The Corporation shall:

(a) maintain books and records separate from any other person or entity;

(b) maintain its bank accounts separate from any other person or entity;

(c) not commingle its funds and other assets with those of any other person or entity and hold all of its assets in its own name;

(d) maintain its assets in such a manner that it is not costly or difficult to segregate, ascertain or identify its individual assets from those of any affiliate or any other person or entity;

(e) not do any act which would make it impossible to carry its ordinary business;

(f) conduct its own business in its own name;

(g) maintain separate financial statements, showing its assets and liabilities separate and apart from those of any other person or entity;

(h) pay its own liabilities and expenses only out of its own funds;

(i) as appropriate for the organizational structure of the Corporation, observe all corporate and other organizational formalities;

(j) maintain an office through which its business will be conducted separate and apart from those of its affiliates and maintain an arm's length relationship with its affiliates and enter into transactions with affiliates only on a commercially reasonable basis;

(k) pay the salaries of its own employees from its own funds;

(l) maintain a sufficient number of employees in light of its contemplated business operations;

(m) not guarantee or become obligated for the debts of any other entity or person;

(n) not hold out its credit as being available to satisfy the obligations of any other person or entity;

(o) not acquire the obligations or securities of its affiliates or owners, including partners, members or shareholders, as appropriate;

(p) not make loans to any other person or entity or buy or hold evidence of indebtedness issued by any other person or entity (except for cash and investment-grade securities);

(q) allocate fairly and reasonably any overhead expenses that are shared with an affiliate, including paying for office space and services performed by any employee of an affiliate;

(r) use separate stationery, invoices and checks bearing its own name;

(s) not pledge its assets for the benefit of any other person or entity;

(t) hold itself out as a separate entity;

(u) correct any known misunderstanding regarding its separate identity;

(v) not identify itself as a division or part of any other person or entity;

(w) maintain adequate capital in light of its contemplated business operations;

(x) be and remain solvent and pay its debt from its assets as the same shall become due;

(y) conduct and operate its business as presently conducted and operated; and

(z) not acquire by purchase or otherwise all or substantially all of the business or assets of, or any stock or other evidence of beneficial ownership of, any entity.

5. So long as the First Mortgage is outstanding, without the prior written consent of the holder of the First Mortgage and the vote of one hundred percent (100%) of the members of the Board of Directors, the Corporation may not:

(a) institute proceedings to be adjudicated bankrupt or insolvent;

(b) consent to the institution of bankruptcy or insolvency proceedings against it;

(c) file a petition seeking, or consent to, reorganization or relief under any applicable federal or state law relating to bankruptcy; _

(d) seek or consent to the appointment of a receiver, liquidator, conservator, assignee, trustee, sequestrator, custodian or any other similar official of the Corporation or a substantial part of its properties;

(e) make any assignment for the benefit of creditors;

(f) admit in writing its inability to pay its debts generally as they become due;

(g) otherwise seek relief under any laws relating to the relief from debts or the protection of debtors generally;

(h) take any corporate action in furtherance of any of the preceding actions;

(i) engage in transactions with affiliates, provided, however, the Corporation may retain the services of National Properties Trust, Inc., an affiliate of the Corporation, for the purposes of conducting the management and operation of the Property; or

(j) amend the organizational documents of the Corporation.

6. The Board of Directors of the Corporation shall be required to consider the interests of creditors of the Corporation in connection with all corporate action.

The foregoing amendment was approved unanimously by the Shareholders and Directors of the corporation.

Signed this 24th day of October, 2005.

Signature: _____

G. N. Parantatos, President