

P00000038476

Rogers, Towers, et al - Mary Rose  
Requestor's Name

106 South Monroe Street  
Address

TLH, Florida 32301 (850) 222-7200  
City/State/Zip Phone #

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Conquistador Plaza, Inc.  
(Corporation Name) (Document #)
2. # P00000038476  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

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<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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*Please provide a filed stamped copy. Thank You*  
G. COULLETTE JAN 23 2001

Examiner's Initials

**ARTICLES OF AMENDMENT**  
**TO**  
**ARTICLES OF INCORPORATION OF**  
**CONQUISTADOR PLAZA, INC.**

The Articles of Incorporation of the above named corporation (the "Corporation") filed with the Department of State on the 17th day of April, 2000, and assigned Charter Number P00000038476 are hereby amended pursuant to the provisions of section 607.1006., Florida Statutes, and this Corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment adopted:

a) The following Article is added:

ARTICLE XIII

These Articles may not be amended without prior HUD approval.

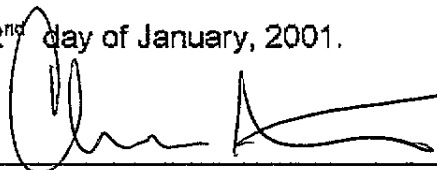
SECOND: The date of the amendment's adoption: January 22, 2001.

THIRD: Adoption of amendment:

The amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.

SIGNED this 22<sup>nd</sup> day of January, 2001.

SIGNATURE:



Christopher Astrom  
President and Secretary

SEAL



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**SECOND AMENDMENT TO  
CORPORATE BY-LAWS  
CONQUISTADOR PLAZA, INC..**

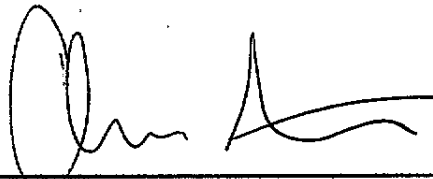
Conquistador Plaza, Inc. (the Corporation) hereby amends its By Laws to include the following provision:

These By Laws may not be amended without prior HUD approval.

**CERTIFICATE**

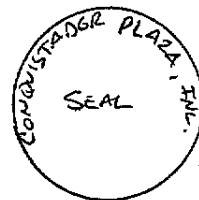
I, CHRISTOPHER ASTROM, the duly elected and qualified Secretary of Conquistador Plaza, Inc., a Florida corporation, do hereby certify that the above and foregoing is the Second Amendment to the By Laws of this corporation duly and regularly adopted by the Board of Directors thereof by a unanimous vote.

IN WITNESS WHEREOF, I have hereunto set my hand this 22nd day of January, 2001.



\_\_\_\_\_  
SECRETARY

SEAL



**CONQUISTADOR PLAZA, INC.'s**  
**WRITTEN CONSENT IN LIEU OF COMBINED SPECIAL MEETING OF**  
**DIRECTORS AND SHAREHOLDERS**

**THE UNDERSIGNED**, being all of the currently serving directors and the holder of the majority of the authorized, issued and outstanding shares of **Conquistador Plaza, Inc.** (the "Corporation"), a corporation organized and operating under the Florida General Corporation Act, Chapter 607, Florida Statutes (the "Act"), pursuant to the permissive provisions of Sections 607.0821 and 607.0704 of the Act and in compliance with the requirements of the Corporation's Articles of Incorporation and Bylaws, hereby take the following actions and adopt the following resolutions:

**WITNESSETH:**

**RESOLVED**, that the Corporation is hereby authorized to amend its Articles of Incorporation and its By Laws as follows:

- a) The following Article is added as Article XIII to the Articles of Incorporation:

These Articles may not be amended without prior HUD approval.

- b) The following Article is added to the By Laws:

These By Laws may not be amended without prior HUD approval.

**RESOLVED**, that the Corporation's officers and directors be, and they are hereby authorized, empowered and directed to take all actions necessary, desirable or expedient to effect the purpose of the foregoing.

Special Meeting  
Page 2

**DONE**, effective this 22nd day of January, 2001.

Signed, Sealed and Delivered  
In Our Presence

\_\_\_\_\_  
Print name: \_\_\_\_\_

\_\_\_\_\_  
Print name: \_\_\_\_\_

**DIRECTORS**

 President

\_\_\_\_\_  
Christopher Astrom, President



**SHAREHOLDERS:**  
NATIONAL RESIDENTIAL PROPERTIES, INC.  
f/k/a National Rehab Properties, Inc.,  
a Nevada corporation

By:   
\_\_\_\_\_  
Richard Astrom, President

\_\_\_\_\_  
Print name: \_\_\_\_\_

\_\_\_\_\_  
Print name: \_\_\_\_\_

