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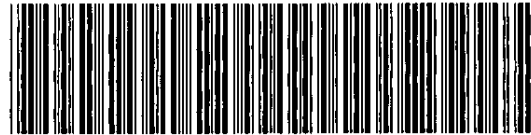
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B. KOHR

SEP 15 2009

EXAMINER

AGUSTIN DE GOYTISOLO, P.A.

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305.668.9959

1550 MADRUGA AVENUE, STE. 403
CORAL GABLES, FLORIDA 33146-3019

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July 22, 2009

Division of Corporations
Personal & Confidential
Attention: Mr. Buck Kohl
Post Office Box 6327
Tallahassee, Florida 32314

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Re: **Bos Partners Inc**, filing amended & restated
articles of incorporation.

Dear Buck:

Enclosed for filing please find duplicate (2) originals of the Amended & Restated Articles of Incorporation of the above named Florida corporation for profit, appreciating that once such Articles are filed, you order that a certified copy thereof are returned to the undersigned at your earliest opportunity. Likewise, included is a postage prepaid envelope for the return of the certified copy above mentioned.

Also enclosed is a check payable to the Department of State in the amount of \$43.75 to cover the following fees:

Filing Fee	\$35.00
Certified copy	<u>8.75</u>
Total	<u>\$43.75</u>

Awaiting to hear from you, if in doubt or if you need additional information, do not hesitate to call me, if in doubt. With best personal regards, I remain

Sincerely yours in Xto.


Agustin de Goytisolo

Enc. (4)

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**ARTICLES OF AMENDMENT OF
ARTICLES OF INCORPORATION OF,
AND ITS RESTATEMENT AS,
BOS PARTNERS, INC.**

1. The undersigned, respectively the President and Secretary of **Bos Partners, Inc.**, (the "Corporation"), the articles of incorporation of which were duly filed with the Florida Department of State (the "Department") on August 1st., A.D.2000 and assigned number P00000073231, as per action of all the shareholders and directors adopted on June 19th, A.D. 2009, by these presents execute , acknowledge and file with such Department the following amendment amended in toto its original Articles of Incorporation, and that the Corporation hereinafter be governed by these Amended and Restated Articles of Incorporation (the "Articles") under the Florida Business Corporation Act (the "Act"), for the purpose of continuing to operate this Florida corporation under the Act, to wit:

ARTICLE I - NAME

The name of the Corporation shall continue to be **BOS PARTNERS INC**

ARTICLE II - PRINCIPAL OFFICE

The principal place of business or mailing address of the Corporation shall continue be located at 13393 SW 131st Street, Miami FL 33186.

ARTICLE III - TERM OF EXISTENCE

The Corporation commenced its corporate existence on the date of filing of the original articles of incorporation on August 1st., 2000, and shall have perpetual existence thereafter, unless sooner dissolved.

ARTICLE IV - AUTHORIZED SHARES

The Corporation is authorized to issue ten million (10,000,000) shares of common stock having a par value of One United States Cent (\$0.01), each entitled to one (1) vote per share.

ARTICLE V - BOARD OF DIRECTORS

All corporate powers shall be exercised by and under the authority of, and the business and affairs of the Corporation shall be managed under the direction of its Board of Directors. Once a quorum at a directors' meeting has been established, the affirmative vote of a majority of the directors present is the act of the directors. The Board of Directors of the Corporation may grant powers of attorneys in favor of persons (the "Attorneys"), who need not be directors or officers thereof, authorizing such Attorneys to exercise any and all of its powers that the Board of Directors may deem necessary or desirable; which powers of attorney shall remain in effect until they are revoked and notice of the revocation is served to those dealing with the Attorneys.

Any and all the powers and duties conferred to or imposed upon the Board of Directors, by resolution of the shareholders, adopted at a special meeting called for that purpose, may be exercised or performed to such extent and by such person or persons as shall be provided by the shareholders. The Corporation shall have two (2) directors presently. The number of directors may thereafter be increased or decreased from time to time in accordance with the bylaws of the Corporation. The directors, who shall hold office until their respected successors have been elected and qualified, are:

Name of Director(s):

Héctor Hernández, LEEDTM AP
Raúl Teijeiro

Director(s)' Address(es):

8280 SW 144th. Street, Miami FL 33158, and
13045 SW 68 Street, #211, Miami FL 33183

ARTICLE VI - INDEMNIFICATION

The Corporation shall have the power to indemnify and insure, at the discretion of its Board of Directors, or its shareholders, or an independent legal counsel, to the fullest extent permitted and in the manner provided by the Act, its directors officers or other persons exercising their powers and duties (the "persons"), including when such persons are, or were, serving in any such capacity, at the request of the Corporation, in another Corporation or enterprise, whenever such persons are made a party, or are threatened to be made a party, to any threatened, pending or complete action, suit, or proceeding, whether civil, criminal, administrative, or investigative, at any state of such legal proceedings, for all expenses and amounts paid in settlement, except as may be limited by the Act.

ARTICLE VII - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders, but the Board of Directors may not alter, amend or repeal any bylaws adopted by the shareholders if the shareholders provide that such bylaws shall not be altered, amended or repealed by the Board of Directors.

ARTICLE VII - REGISTERED OFFICE AND AGENT

The street address of the current registered office of the Corporation is 13393 SW 131st Steet, Miami FL 33186 and the name of the current registered agent of the Corporation is Héctor Hernández, LEED™ AP, who by these presents continues to accept his designation as the registered agent of the Corporation in compliance with Section 607.0505, Florida Statutes,

IN WITNESS WHEREOF, the undersigned, hereby executes and files these
Amended and Restated Articles of Incorporation in the City of Miami, State of
Florida, on June 19th, A.D. 2009.


_____(SEAL),
Héctor Hernández, LEED™ AP, President and Treasurer


_____(SEAL)
Raúl Teijeiro, Vice President and Secretary

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