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Division of Corporations

December 10, 2007

BAXTER, STROHAUER, MANNION & SILBERMANN, P.A. ATTN: GARY N STROHAUER, ESQ. 1150 CLEVELAND ST CLEARWATER, FL 33755

SUBJECT: SUPERIOR SITE DEVELOPMENT, INC.

Ref. Number: P01000053957

We have received your document for SUPERIOR SITE DEVELOPMENT, 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):

Please correct your document in #2 to read Articles of Incorporation.

The date of adoption of each amendment must be included in the document.

The amendment must be adopted in one of the following manners:

(1)If an amendment was approved by the shareholders, one of the following statements must be contained in the document.

(a)A statement that the number of votes cast for the amendment by the

shareholders was sufficient for approval, -or-

(b)If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

(2)If an amendment was adopted by the incorporators or board of directors without shareholder action.

(a)A statement that the amendment was adopted by either incorporators or board of directors and that shareholder action was not required.

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 (850) 245-6957.

Pamela Smith Regulatory Specialist II

Letter Number: 607A00069349

#### LAW OFFICES OF

## BAXTER, STROHAUER, MANNION & SILBERMANN, P.A.

FIFTH THIRD BANK BUILDING, SUITE 300 1150 Cleveland Street Clearwater, FL 33755

GARY N. STROHAUER ELIZABETH R. MANNION GALE SILBERMANN STACY STROHAUER SON \*\*\* JAMES A. BAXTER (Retired)

Tel: (727) 461-6100 Fax: (727) 447-6899 E-mail: <u>ifleming@baxstroh.com</u> Web: <u>www.baxstroh.com</u>

December 13, 2007

Department of State Division of Corporations Corporate Filings P.O. Box 6327 Tallahassee, FL 32314

Re: Superior Site Development, Inc. – Amendment to Articles

Document Number: P01000053957

Ladies and Gentlemen:

Enclosed for filing please find a copy of your Letter Number 607A00069349 and the Articles of Amendment to Articles of Incorporation of Superior Site Development, Inc.

Should you have any questions, please don't hesitate to contact me.

Very truly yours,

JANICE FLEMING

Paralegal to Gary N. Strohauer

/jef

Enclosures

#### LAW OFFICES OF

# BAXTER, STROHAUER, MANNION & SILBERMANN, P.A.

FIFTH THIRD BANK BUILDING, SUITE 300 1150 Cleveland Street Clearwater, FL 33755

GARY N. STROHAUER ELIZABETH R. MANNION GALE SILBERMANN STACY STROHAUER SON

JAMES A. BAXTER (Retired)

Tel: (727) 461-6100 Fax: (727) 447-6899 E-mail: jfleming@baxstrol.com Web: www.baxstrol.com

December 3, 2007

Department of State Division of Corporations Corporate Filings P.O. Box 6327 Tallahassee, FL 32314

Re:

Superior Site Development, Inc. - Amendment to Articles

Document Number: P01000053957

Ladies and Gentlemen:

Enclosed for filing please find Articles of Amendment to Articles of Incorporation of Superior Site Development, Inc. along with this firm's check in the amount of \$35.00 representing the filing fee for same.

Should you have any questions, please don't hesitate to contact me.

Very truly yours,

JANICE FLEMING

Paralegal to Gary N. Strohauer

/jef

**Enclosures** 



## ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF SUPERIOR SITE DEVELOPMENT, INC.

- 1. The date of filing of the Articles of Incorporation was May 24, 2001.
- 2. The following amendment to the Articles of Incorporation was adopted by the Board of Directors on January 31, 2007 effective February 1, 2007 and no shareholder action was required:

Article Four - Capital Stock is deleted in its entirety and the following Article Four is substituted in its place and stead:

### ARTICLE FOUR. CAPITAL STOCK

- A. This corporation is authorized to issue up to 1,000,000 shares of voting common stock (the "Common Stock") which shall have a par value of \$.0001 per share.
- B. This corporation is authorized to issue up to 90,000 shares of preferred stock (the "Preferred Stock") which shall have a par value of \$10.00 per share and which may be issued in one or more series. The Board of Directors is authorized to fix and alter the rights, preferences, privileges and restrictions granted to or imposed on any wholly unissued series of Preferred Stock.
- C. The rights, preferences, privileges, restrictions, and other matters relating to the Preferred Stock are as follows:
- (i) Holders of Preferred Stock, in preference to holders of Common Stock, shall be entitled to receive when and as declared by the Board of Directors (but only out of funds legally available therefore) a cash dividend at the rate of 7 % per annum based on the original issue price of the Preferred Stock. The original issue of Preferred Stock, to be known as Series A shall consist of 84,100 shares and the purchase price shall be \$10.00 per share. Such dividends shall be payable only when, as, and if declared by the board of Directors, but the dividends shall be cumulative.
- (ii) So long as any Preferred Stock is outstanding, no dividend, whether in cash or property, shall be paid or declared on the Common stock until the dividends described in section (i) have been paid or declared and set apart, unless the Holders of Preferred Stock agree otherwise, in writing.
- (iii) Except as otherwise provided herein, the Preferred Stock shall be voted the same as the Common Stock. The Holder of each share of Preferred Stock and the Holder of each share of Common Stock shall be entitled to one vote per share.
- (iv) The Preferred Stock, or any portion thereof, may be redeemed at any time or times by the corporation upon payment of a per share payment equal to the purchase price paid for the Preferred Stock together with an amount equal to all accrued and unpaid cumulative dividends up to and including the date of redemption.
- (v) The Preferred Stock may not be sold or conveyed to third persons without first being offered to the corporation for a per share purchase price equal to the purchase price paid for the Preferred Stock

together with an amount equal to all accrued and unpaid cumulative dividends up to and including the date of sale. The corporation shall have the period of ninety days from date of written notice of intended sale to a third party to exercise and make payment for the Preferred Stock shares which are offered for sale to the third person.

Except as herein modified and amended the Articles of Incorporation for this Corporation shall remain in force and effect as first written.

IN WITNESS WHEREOF, the under	rsigned Authorized Representative of this corporation has
executed these Articles of Amendment on the _	day of Agri, 2007.  Michael Moloney, President
STATE OF FLORIDA COUNTY OF <u>HEMANDO</u>	
The foregoing instrument was acknow Michael Moloney as President, on behalf of sai	vledged before me this <u>27th</u> day of <u>November</u> , 2007, by d corporation.
	SUSCILLATION SON NOTARY PUBLIC My Commission Expires:
Personally known or Produced identification produced	cation
CUCAN VVETTE RICHARDSON	

Notary Public, State of Florida My comm. exp. Aug. 25, 2009 Comm. No. DD 465801