

PDZ000023639

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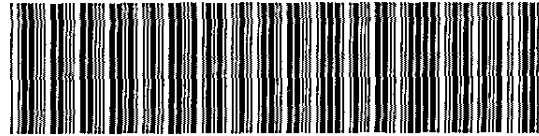
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

10/01/07--01042--006 \*\*43.75

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** CBG Florida REIT Corp.

**DOCUMENT NUMBER:** P02000023639

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

Please return all correspondence concerning this matter to the following:

Michael A. White

(Name of Contact Person)

Miller, Hamilton, Snider & Odom, LLC

(Firm/ Company)

100 Colonial Bank Blvd, Suite B-101

(Address)

Montgomery, AL 36117

(City/ State and Zip Code)

For further information concerning this matter, please call:

Michael A. White

(Name of Contact Person)

at ( 334 ) 834-5550

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☐ \$35 Filing Fee

☐ \$43.75 Filing Fee &  
Certificate of Status

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

☐ \$52.50 Filing Fee  
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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

**FILED**

**2007 OCT -1 PM 1:27**

**SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**

**ARTICLES OF AMENDMENT  
TO THE  
ARTICLES OF INCORPORATION  
OF  
CBG FLORIDA REIT CORP.**

The undersigned, pursuant to Section 607.1006 of the Florida Business Corporation Act, does hereby amend its Articles of Incorporation.

**Article I**

The name of the corporation is CBG Florida REIT Corp.

**Article II**

Subsection 4.5.5(a) of the Amended and Restated Articles of Incorporation shall be amended by deleting the first sentence of Subsection 4.5.5(a) in its entirety and substituting the following language in the place thereof:

“Shares of the Class B Preferred Stock shall not be redeemable by the holder thereof.”

**Article III**

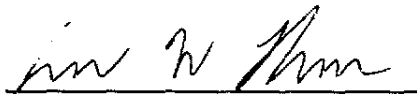
The amendment set forth above was adopted by the Board of Directors on July 26, 2007.

**Article IV**

The amendment set forth above was approved by the holders of the Common Stock and the holders of the Class B Preferred Stock of the corporation, voting as separate voting groups, on September 14, 2007. The number of votes cast for the amendment by the Common Shareholders was sufficient for approval. The number of votes cast for the amendment by the Class B Preferred Shareholders was sufficient for approval.

I, David Reimer, Vice President of the corporation, for the purpose of amending the corporation's Articles of Incorporation pursuant to the Business Corporation Act of the State of Florida, do make this certificate; hereby declaring and certifying that this is my act and deed on behalf of the corporation, and the facts herein stated are true, and accordingly hereunto set my hand this 28<sup>th</sup> day of September, 2007.

**CBG FLORIDA REIT CORP.**

A handwritten signature in dark ink, appearing to read 'David Reimer', is written over a horizontal line.

**David Reimer**  
**Vice President**