

PO2000117132

(Requestor's Name)

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☐ PICK-UP

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(Business Entity Name)

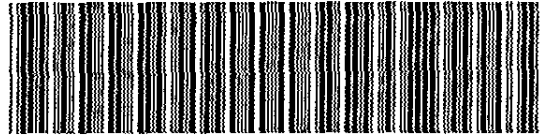
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Special Instructions to Filing Officer:

Bill McFarland gave  
authority to add  
"The number of votes  
was sufficient for approval"  
ARB 6/4

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FILED

03 MAY 30 PM 3:51

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

AMEND  
ARB 6/4

**BILL MCFARLAND, P.A.**

Attorney at Law

2930 Del Prado, Suite D, Cape Coral, Florida 33904  
P.O. Box 101612, Cape Coral, Florida 33910

Phone: (239) 549-5680  
Fax: (239) 549-0932

May 22, 2003

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

Dear Sirs:

Hello.

Enclosed is a check for \$43.75 (\$35.00 plus \$8.75 for a certified copy) to cover the expense of filing the enclosed Amendments to Articles of Incorporation for **SARA HOMES, INC.** Please file and return to:

Bill McFarland, P.A.  
P.O. Box 101612  
Cape Coral, Florida 33910

If you need anything else in order to fulfill this request, please contact me at the phone number or address listed above.

Thank you for your time and attention.

Sincerely,

  
Bill McFarland, Esquire

ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

SARA HOMES, INC.

P02000117132

(Document number)

FILED  
03 MAY 30 PM 3:52  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Florida Statute § 607.1006, and those other that apply, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation.

KNOW ALL MEN BY THESE PRESENTS that all of the following articles of SARA HOMES, INC. are hereby amended and or adopted on May 13, 2003: (This document is being filed to supplement, augment, and/or correct a document previously filed with the Division which contained scrivener's errors.)

ARTICLE II - PRINCIPAL OFFICE

PRINCIPAL OFFICE - The principal office of this corporation shall be located at:

615 W. CAPE CORAL PARKWAY, #204  
CAPE CORAL, FLORIDA 33914  
LEE COUNTY, FLORIDA

ARTICLE IV - REGISTERED AGENT

REGISTERED AGENT - Bill McFarland, 2930 Del Prado, Suite D, Cape Coral, Florida 33904, hereby accepts the appointment of Registered Agent, and agrees to act in this capacity until such time as a new Registered Agent is designated by a majority vote of the common shareholders when a quorum is present.

ARTICLE VI - BOARD OF DIRECTORS

BOARD OF DIRECTORS - The Board of Directors shall consist of at least one (1) shareholder, and the names of those agreed upon from this date forward are:

NAME	RESIDENCE
Sergio I. Campanioni	17060 SW 53 Court Miramar, Florida 33027
Roy H. Huggins	2516 SE 2 <sup>nd</sup> Avenue Cape Coral, Florida 33904
Alfredo Gonzalez	18528 NW 19 <sup>th</sup> Street Pembroke Pines, Florida 33029
Maria Hernandez	123 Samora Avenue, #103 Coral Gables, Florida 33134

KNOW ALL MEN BY THESE PRESENTS that the following articles of Sara Homes are hereby adopted/added:

- 7) OFFICERS - The names and addresses of the officers for May 1, 2003 until December 31, 2003 are as follows.

NAME	RESIDENCE	POSITION
Roy H. Huggins	2516 SE 2 <sup>nd</sup> Avenue Cape Coral, Florida 33904	President
Sergio I. Campanioni	17060 SW 53 Court Miramar, Florida 33027	V-President
Alfredo Gonzalez	18528 NW 19 <sup>th</sup> Street Pembroke Pines, Florida 33029	Secretary
Maria Hernandez	123 Samora Avenue, #103 Coral Gables, Florida 33134	Treasurer

- 8) CORPORATE PURPOSE - The corporation is formed for the following purposes:

The purpose of this corporation is to invest in real estate

within the state of Florida; and to engage in any or all lawful acts or activities for which corporations are permitted under the laws of the United States and of the State of Florida.

- 9) CORPORATE TERM - The Corporation shall continue for the term of Indefinite.
- 10) PERSONAL LIABILITY - Neither the above referenced corporation, the above referenced corporation's Board of Directors, or any other person or entity with which the above referenced corporation engages in business activities shall have the authority to impose liability on any shareholder without specific written authorization of the shareholder. Said written authorization shall be kept on file and available for inspection by legitimate authorities.
- 11) VOTING RIGHTS - Each share, upon issuance to a designated shareholder, represented by certificate, which has been recorded in the corporate books, shall be entitled to one (1) vote in those matters requiring a vote of the shareholders.
- 12) CUMULATIVE VOTING - Cumulative voting, for any purpose, is not authorized under these articles. All issues requiring a shareholder vote shall be decided by a majority vote of the common shareholders of record. Such vote shall only be valid and binding upon the corporation and other shareholders when a quorum is present.
- 13) QUORUM - To constitute a quorum for corporate votes, sixty-six percent (66%) of the outstanding common shareholders of record are required to be present (conference calls, or other means found acceptable shall constitute presence).
- 14) CERTIFICATED STOCK - All stock issued by this corporation shall be evidenced by a certificate signed by the President and the Secretary of the corporation. The corporation must issue all stock to a specific shareholder of record. Use of bearer-certificated stock is prohibited. Only those entities on record with SARA HOMES, INC. as being shareholders will be recognized and are entitled to vote on corporate matters. No other entities, individual or otherwise, shall be considered a shareholder of the corporation except those entities holding a validly issued stock certificate of the corporation and are on record with the corporation as the owner of that specific stock certificate.
- 15) RESTRICTIONS ON TRANSFER - All stock issued by this

corporation shall be nontransferable unless offered to existing shareholders first. To satisfy this requirement the offer must be noted in the corporate books and the offer must be at the same terms and conditions as the stock is being offered to the nonshareholder. Once offered, existing shareholders can purchase the offered stock either on a pro rata basis, in whole, or in part. Any stock remaining after being offered to existing shareholders may then be sold to the nonshareholder at no less than the same terms and conditions as the stock was purchased by the existing shareholders. However, stock that has been offered to the existing shareholders and is not purchased by the existing shareholders within thirty (30) days may then be transferred to the nonshareholder and the corporation is required to issue a new stock certificate and to make the necessary transfer entries in the corporate records.

- 16) NOTICE OF RESTRICTION ON TRANSFER OF STOCK - Any and all restrictions on the transfer of corporate stock shall be noted on the stock certificate. In the alternative, the certificate will state that the corporation will furnish a full statement of the restrictions upon request.
- 17) TRANSFER OF STOCK - Any transfer of corporate stock becomes valid only when the transfer has been registered in the corporate records and the corporation has issued a new certificate.
- 18) TREASURY SHARES - Shares, which have been issued and then reacquired by the corporation, shall not become treasury shares. Those shares reacquired by the corporation shall be deemed non-issued and non-outstanding.
- 19) PREEMPTIVE RIGHTS - Each shareholder, upon the sale of any new class of stock of this corporation, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price and terms at which it is offered to others.
- 20) QUORUM OF THE BOARD OF DIRECTORS - A majority of the Board of Directors shall constitute a quorum. Any action undertaken by the Board of Directors shall be considered valid when said action is approved by a majority of the Board of Directors at a meeting wherein a majority of the Board of Directors is present. Additionally, each director shall be entitled to one vote only.
- 21) JURISDICTION AND VENUE. All shareholders, whether alleged or otherwise, hereby agree and accept that jurisdiction and venue of any legal proceeding undertaken by a shareholder,

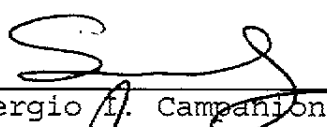
whether against the corporation or in which the corporation is a named party, shall be had only in the location of the principal office of the corporation. Said principal office of the corporation shall be located in Lee County, Florida until such time as the principal office location is changed, and this Article amended, by a majority of the Board of Directors or a majority of the shareholders.


- 22) SAVINGS CLAUSE. Should a court of competent jurisdiction declare any part of these Articles invalid, the rest of the Articles shall remain in effect and all persons/entities agree to be bound thereby.

Said Articles of Amendment were adopted by a majority of the Board of Directors, with said majority of the Board of Directors also constituting a majority of the original incorporators who also adopt said Articles of Amendment, of SARA HOMES, INC. without shareholder action and shareholder action was not required.

The number of votes was sufficient for approval.


Witness my hand and official seal in the County and State herein stated this 22 day of May, A.D. 2003.

  
Sergio I. Campanioni, Chairman of the Board of Directors,  
Incorporator

  
Roy H. Huggins, Director/Incorporator

STATE OF FLORIDA  
COUNTY OF Lee

I HEREBY CERTIFY that on this day, before me, an officer duly authorized to take oaths and take acknowledgments, personally appeared **Sergio I. Campanioni**, and **Roy Huggins** known to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that they executed the same, that I relied upon the following form of identification for the above named person: Personally known or and that an oath (was) (was not) taken.

NOTARY  Bill McFarland  
Commission # CC 971541  
Expires Oct. 1, 2004  
Bonded Thru  
Atlantic Bonding Co., Inc.

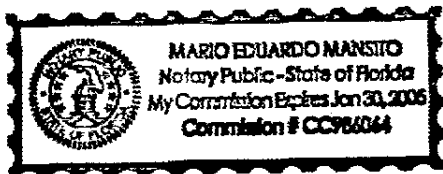
  
NOTARY SIGNATURE

Witness my hand and official seal in the County and State herein  
stated this 23 day of MAY, A.D. 2003.

Alfredo  
Alfredo González, Director/Incorporator

STATE OF FLORIDA  
COUNTY OF MIAMI-DADE

I HEREBY CERTIFY that on this day, before me, an officer duly  
authorized to take oaths and take acknowledgments, personally  
appeared **Alfredo Gonzalez** known to me to be the person described  
in and who executed the foregoing instrument, who acknowledged  
before me that they executed the same, that I relied upon the  
following form of identification for the above named person:  
Personally known or DRIVER LICENSE, and that an oath (was) (was  
not) taken.



NOTARY SEAL

Mansito

NOTARY SIGNATURE