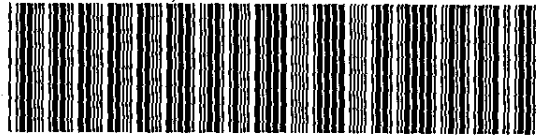


P03000026188

(Requestor's Name)

Bilda I Arroyo
9291 S.W. 85~~th~~ St.
Miami FL 33173



700041843737

10/28/04--01009--012 **35.00

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____

Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only

FILED
04 NOV 19 AM 9:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend.

JS
11/30

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: SPECIAL HOMES, CORP.

DOCUMENT NUMBER: P03000026188

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

Please return all correspondence concerning this matter to the following:

GILDA I. ARROYO

(Name of Contact Person)

SPECIAL HOMES, CORP.

(Firm/ Company)

9291 S.W. 85 Street

(Address)

Miami, Florida 33173

(City/ State/ and Zip Code)

For further information concerning this matter, please call:

Gilda I. Arroyo

(Name of Contact Person)

at (305) 274-2923

(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
Certificate of Status
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
409 E. Gaines Street
Tallahassee, FL 32399



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

November 8, 2004

GILDA I. ARROYO
9291 S.W. 85TH ST.
MIAMI, FL 33173

SUBJECT: SPECIAL HOMES, CORP.
Ref. Number: P03000026188

Rec'd 11/19

We have received your document for SPECIAL HOMES, CORP. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

You need to file articles of amendment in order to change and/or add officers/directors.

We are enclosing the proper form(s) with instructions for your convenience.

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 call (850) 245-6909.

Velma Shepard
Document Specialist

Letter Number: 204A00063738

Articles of Amendment
to
Articles of Incorporation
of

SPECIAL HOMES, CORP.

(Name of corporation as currently filed with the Florida Dept. of State)

P03000026188

(Document number of corporation (if known))

FILED
04 NOV 19 AM 9:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

NEW CORPORATE NAME (if changing):

N/A

(Must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.")
(A professional corporation must contain the word "chartered", "professional association," or the abbreviation "P.A.")

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: (**BE SPECIFIC**)

DOCUMENTS ENCLOSED: AFFIDAVIT (Copy)

ASSIGNMENT OF SHARES & RECITALS (Copy)

WRITTEN CONSENT OF THE BOARD OF DIRECTORS (Copy)

DOCUMENTS ENCLOSED: FLORIDA DEPARTMENT OF STATE Letter #804A00063638 (Copy)

DOCUMENTS ENCLOSED: ELECTION OF OFFICERS

(Attach additional pages if necessary)

If an amendment provides for exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself: (if not applicable, indicate N/A)

SEE DOCUMENTS ENCLOSED

(continued)

ELECTION OF OFFICERS

SPECIAL HOMES, CORP.

Regarding the election of officers for the following year, the following persons were nominated and elected to their respective positions for the current year:

PRESIDENT:	<u>GILDA I. ARROYO</u>
VICE-PRESIDENT:	<u>OCTAVIO CASTELLANOS</u>
SECRETARY:	<u>GILDA I. ARROYO</u>
TREASURER:	<u>GILDA I. ARROYO</u>

Said officers assumed their duties for each of their respective offices.

"AFFIDAVIT"

BEFORE ME, the undersigned authority, personally appeared Andres A. Leyva, shareholder of Special Homes Corp., a Florida Corporation (hereinafter referred to as "affiant") and states as follows:

1. That Affiant is the sole holders of 40% of the shares of Special Homes Corp., a Florida Corporation (the Corporation").
2. That the Corporation is currently in existence under valid Articles of organization filed with the Secretary of State of Florida, the Corporation has not been dissolved and has been in full force and effect from the date of organization through the date hereof.
3. As of this date, the articles of Incorporation or By-Laws have never been amended or revised.
4. Affiant is the sole holder of 40% of the shares of the Corporation.
5. Affiant and the Corporation have consented to the transfer of all of affiant's shares in the corporation.
6. That the Affiant herein states that the articles of Incorporation and By-Laws are still in full force and effect, that no amendments have been effectuated, except as otherwise provided; that Affiant has not assigned its or encumbered it's shares.
7. Affiant further states that it is familiar with the nature of this oath and with the penalties as provided by the laws of the State of Florida for falsely swearing to statements made in an instrument of this nature. That Affiant further certifies that it has read or has had read to them the full facts of this affidavit and understand it contents.
8. Affiant's shares of the corporation are free and clear of any lines, assignments, pledges or encumbrances. There are no pending claims, law suits, bankruptcy proceedings, insolvency proceedings, or any other proceeding, writ or legal process now outstanding and involving Affiant which would adversely affect or impair Affiant's title to the shares of the corporation.

Signed, sealed and
Delivered in our presence


Signature-Witness # 1


Print name-Witness # 1


Signature-Witness # 2

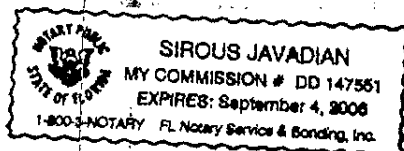

Print Name-Witness # 2

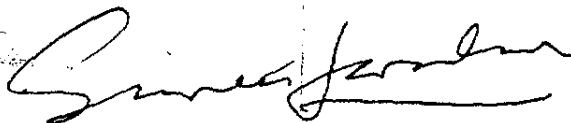
State of Florida
County Dade

The foregoing instrument was an acknowledged before me this 21 day of October 2004 by Andre A. Leyva, who is personally known to me and executed the foregoing instrument in behalf of said Corporation.

NOTARY PUBLIC, STATE OF FLORIDA

My Commission No. is:
My Commission Expires:





ASSIGNMENT OF SHARES

This agreement is entered into this 21 day of October, 2004, by Andres A. Leyva ("Assignor") and Gilda I. Arroyo (Assignee")

RECITALS

WHEREAS, Assignor is the owner of 40% of the shares of the stock of Special Homes Corp. a Florida Corporation (the "Shares")

WHEREAS, Assignor is desirous to assign and transfer all of Assignor's rights, title, and interest in the Shares to Assignee.

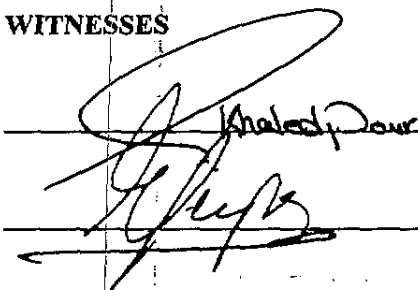
WHEREAS, Assignee is desirous to receive the assignment set forth herein.

NOW THEREFORE, in consideration of the mutual promises set forth herein and good and valuable consideration paid by Assignee to Assignor, the parties agree as follows:

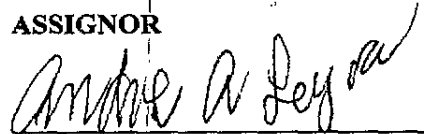
1. Assignor hereby assigns, transfers and sets over unto Assignee all of Assignor's right, title and interest in the Shares.
2. Assignee hereby assumes and agrees to perform all obligations and be bound by the terms of the articles of corporation and By-laws of Special Homes Corp., a Florida Corporation and agrees to be bound by the terms hereof.

IN WITNESS WHEREOF, this Assignment has been executed by Assignor and Assignee as of the date first above written

WITNESSES




ASSIGNOR



Andres A. Leyva

ASSIGNEE



Gilda I. Arroyo

**WRITTEN CONSENT OF THE BOARD OF DIRECTORS
OF
SPECIAL HOMES CORP.**

THE UNDERSIGNED, being the sole members of the Board of directors of Special Homes Corp, a Florida Corporation (the "Corporation"), pursuant to Section 607 Florida Business Corporation Act, do hereby consent that the resolutions set forth below shall be deemed to have been adopted to the same extent and to have the same force and effect as those adopted in a formal meeting of the Corporation's Board of Directors, duly called and held for the purpose of acting upon proposals to adopt such resolutions:

RESOLVED, that the transfer of the 40% of the shares of the corporation which are 100% of the shares presently held by Andres A. Leyva to Gilda I. Arroyo are hereby approved and ratified;

FUTHER RESOLVED, that the transfer of the shares as set forth herein are hereby made to comply with all statutory and other requirements as set forth in the articles and By -Laws of the Corporation;

IN WITNESS WHEREOF, the undersigned has executed this Written Consent of the Board of Directors as of the 21th day of October 2004.


Gilda I. Arroyo


Octavio Castellanos

The date of each amendment(s) adoption: October 21, 2004

Effective date if applicable: October 21, 2004
(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(CHECK ONE)**

- ☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by

(voting group)"

- ☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 16 day of November, 2004

Signature



(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

GILDA I. ARROYO

(Typed or printed name of person signing)

President

(Title of person signing)

FILING FEE: \$35