Division of Corporations Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H080002763773)))



H080002783773ABC7

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations

Fax Number

: (850)617-6380

From:

Account Name : DRIVER, MCAFEE, GRIGGS & PEEK, P.L.

Account Number : I20020000137 Phone : (904)301-1269 Fax Number : (904)301-1279

COR AMND/RESTATE/CORRECT OR O/D RESIGN

RECEIVED

008 DEC 19 AM 8: 00

SECRETARY OF STATE

CEDAR CROSSING ENTERPRISES, INC.

Certificate of Status	0
Certified Copy	0
Page Count	02
Estimated Charge	\$35.00

Electronic Filing Menu

Corporate Filing Menu

Help

T. Roberts DEC 1 9 2000 R/2008

No. 2300 P. 2

Dec. 18. 2008 1:48PM

SECRETARY ON STATE P. 2

H080002763773

08 DEC 19 PM 3: 19

Language of the stage of the co

FIRST AMENDMENT TO

ARTICLES OF INCORPORATION

OF

CEDAR CROSSING ENTERPRISES, INC.

Pursuant to Section 607.1006, Florida Statutes, the Articles of Incorporation of Cedar Crossing Enterprises, Inc., a Florida corporation ("Corporation") originally filed on December 18, 2003, are smended as follows:

1. Article III of the Articles of Incorporation of the Corporation is hereby amended and replaced in its entirety to read as follows:

ARTICLE III

- (a) <u>Authorized Capital Stock</u>. This Corporation is authorized to issue 100,000 shares of common stock of per value of \$0.10 per share. One thousand (1,000) shares shall be designated as Class A Voting Common shares, and ninety-nine thousand (99,000) shares shall be designated as Class B Nonvoting Common shares. The preferences, limitations and relative rights of each of these classes of shares shall be identical, except for voting rights, as follows:
- (i) Class A Voting Common Shares. Each holder of Class A Voting Common shares shall have one vote in respect of each share held, and the exclusive voting power with respect to the Corporation shall be vested in the holders of the Class A Voting Common shares. At all meetings of voting shareholders, a majority in number of shares emitted to vote at such meetings, present either in person or represented by proxy, shall constitute a quorum.
- (ii) Class B Nonvoting Common Shares. Except as otherwise expressly required by law, the holders of Class B Nonvoting Common shares shall have no voting rights and shall not be entitled to notice of meetings of shareholders, and the explusive voting power with respect to the Corporation shall be vested in the holders of Class A Voting Common shares.
- (b) Corporate Liquidation and Dissolution. In the event of voluntary or involuntary liquidation, dissolution or winding up of the Corporation, the holders of record of the common stock, both Class A Voting Common and Class B Nonvoting Common, shall be antitled to receive distribution, ratably, of the remaining assets of the Corporation.
 - (c) Commistive Voting. Cumulative voting shall not be permitted.

Dec. 18. 2008 1:48PM

No. 2295 P. 3

H080002763773

- (d) <u>Restrictions on Transfer of Stock.</u> The shareholders may, by bylaw provision or by shareholders' agreement recorded in the minute book, impose such restrictions on the sale, transfer, or encumbrance of the stock of this Corporation as they may see fit.
- 2. Each share of common stock issued and outstanding as of the date hereof shall be converted into one one-thousandth (1/1000) share of Class A Voting Common stock and ninety-nine one-thousandths (99/1000) shares of Class B Nonvoting Common stock, upon the filing of these Articles of Amendment with the Secretary of State, State of Florida.
- 3. The foragoing amendment was adopted by all of the directors and shareholders of the Corporation on December 18, 2008.
- 4. The foregoing amendment shall become effective when filed with the Secretary of State, State of Florida.

IN WITNESS WHEREOF, the undersigned President of the Corporation has executed these Articles of Amendment, this 18th day of December, 2008.

H08000276377 3