

P04000116339

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**COR AMND/RESTATE/CORRECT OR O/D RESIGN
INDIALANTIC BEACH PLAZA, INC.**

Certificate of Status	0
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
INDIALANTIC BEACH PLAZA, INC.**

Pursuant to the provisions of Section 607.1006, Florida Statutes, this Florida profit corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. The Articles of Incorporation are hereby amended and restated as follows:

**ARTICLES OF INCORPORATION
OF
INDIALANTIC BEACH PLAZA, INC.**

The undersigned subscriber to these Articles of Incorporation, being a natural person competent to contract, hereby subscribes to the formation of a corporation under the laws of the state of Florida.

**ARTICLE I
Name**

The name of this Corporation is Indialantic Beach Plaza, Inc.

**ARTICLE II
Term of Existence**

This amendment to the Articles of Incorporation shall be effective upon the filing. This Corporation shall continue to have perpetual existence.

**ARTICLE III
Purpose**

To engage in any activity or business lawful under the laws of the state of Florida or the United States of America.

**ARTICLE IV
Capital Stock**

This Corporation is authorized to issue One Thousand (1,000) shares of One Dollar (\$1.00) par value, common stock.

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ARTICLE V

Initial Registered Office, Agent and Corporation

The initial street address in Florida of the initial registered office of this Corporation is 330 N. Babcock Street, Suite 103, Melbourne, FL 32935 and the name of the initial registered agent of this Corporation at that address is Coy A. Clark. The initial address of the Corporation is 330 N. Babcock Street, Suite 103, Melbourne, FL 32935.

ARTICLE VI

Board of Directors

The Board of Directors shall consist of one director and may be increased from time to time by the By-Laws, but shall never be less than one. The name and address of the director is:

*Coy A. Clark
330 N. Babcock Street, Suite 103
Melbourne, FL 32935*

ARTICLE VII

Incorporator

The name and address of the initial incorporator is as follows:

*Coy A. Clark
330 N. Babcock Street, Suite 103
Melbourne, FL 32935*

ARTICLE VIII

Amendment to Articles

The shareholders shall have the power to adopt, amend, alter, change or repeal the Articles of Incorporation when proposed and approved at a shareholders' meeting with not less than a majority vote of the common stock.

ARTICLE IX

LIMITATIONS ON AUTHORITY

Notwithstanding any other provision of these Articles and any provision of law that otherwise so empowers the Corporation, and for so long as any obligations secured by the property located at 1220 North Highway A1A, Indialantic, FL (the "Property") pursuant to that

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certain mortgage in favor of Aetna Life Insurance Company, and/or its assigns (the "Mortgage") remains outstanding, the Corporation shall take none of the following actions:

- (i) Engage in any business or activity other than leasing and management of the Property;
- (ii) Incur any indebtedness other than secondary financing relating to the Property as permitted by the Mortgage, or assume or guaranty any indebtedness of any other entity other than the Mortgage and indebtedness permitted therein and normal trade accounts payable in the ordinary course of business;
- (iii) Dissolve or liquidate, in whole or in part;
- (iv) Consolidate or merge with or into any other entity or convey or transfer or lease the Property and its assets (except in a normal course of conducting its business) substantially as an entirety to any entity;
- (v) Institute proceedings to be adjudicated bankrupt or insolvent, or consent to the institution of bankruptcy or insolvency proceedings against this Corporation, or file a petition seeking or consenting to reorganization or relief under any applicable federal or state law relating to bankruptcy, or consent to the appointment of a receiver, liquidator, assignee, trustee, sequestrator (or other similar official) of the assets of this Corporation, the Property or a substantial part of the Corporation, or make any assignment for the benefit of creditors, or admit in writing its inability to pay its debts generally as they become due, or take corporate action in furtherance of any such action; or
- (vi) Amend these Articles of Incorporation.

ARTICLE X

Acceptance by Registered Agent

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Coy A. Clark
Coy A. Clark, Registered Agent

IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Incorporation in Melbourne, Brevard County, Florida, this 11th day of July, 2012.

Coy A. Clark (Seal)
Coy A. Clark, Incorporator

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2. The Document Number of this corporation is P04000116339.

3. The foregoing Amendment, was adopted by the unanimous consent of the Shareholders of the Corporation on the 16th day of July, 2012, in the manner prescribed by the Florida General Corporation Act.

Signed this 16th day of July, 2012.

Indialantic Beach Plaza, Inc., a Florida corporation

By: Coy A. Clark
Coy A. Clark, President

THIS INSTRUMENT PREPARED BY:
DALE A. DETTMER, ESQ.
304 S. Harbor City Boulevard
Melbourne, Florida 32901
(321) 723-5646
Florida Bar Number: 172988

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