

P05000005164

Ginger Madewell
Galloway, Brennan & Billmeier
(Requestor's Name)

240 E. 5th Avenue
(Address)

(Address)

Tallahassee, FL 32303
(City/State/Zip/Phone #)

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(Business Entity Name)

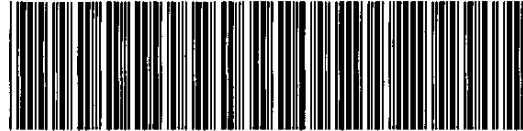
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Amend.

G. Gouletto FEB 22 2007

**ARTICLES OF AMENDMENT
OF
INTENDANT HOLDING CORPORATION**

1.

The name of the corporation is **INTENDANT HOLDING CORPORATION** (the "Corporation").

2.

Article IV of the Articles of Incorporation of the Corporation shall be amended and restated in its entirety to read as follows:

"ARTICLE IV

The corporation is authorized to issue one thousand (1,000) shares of common stock having no par value per share (the "Common Stock"), and is authorized to issue ten thousand (10,000) shares of preferred stock having a par value of \$.001 per share (the "Preferred Stock").

The Common Stock shares shall have unlimited voting rights, with each share being entitled to one vote, and the right to receive the net assets of the corporation upon dissolution, with each share participating on a pro-rata basis.

The Preferred Stock shall have the following designations, rights and preferences:

1. The holders of shares of Preferred Stock shall be entitled to receive dividends with respect to each share of Preferred Stock, when and as declared by the Board of Directors, out of funds available for the payment of dividends in accordance with Florida law, at a per annum rate equal to 15% of the original issuance price of such share (the "Stated Value"), compounded quarterly, whether or not declared or earned, payable in preference to all other shareholders, and such dividends shall be cumulative, and no dividend shall be paid on the shares of any other class unless the current quarterly dividend, and all arrears of dividends, if any, on the shares of said Preferred Stock shall have been paid, or provision shall have been made for the payment thereof; but the holders of said shares shall at no time have any other or further dividend of any kind.

2. Except as otherwise expressly required by Florida law, shares of the Preferred Stock shall be non-voting.

3. In case of the dissolution or liquidation of the corporation, the holders of shares of Preferred Stock shall be entitled to receive payment of the Stated Value thereof, and all accrued and unpaid dividends thereon, from the assets remaining, after paying the debts and liabilities of the corporation, before

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any payment shall be made to the holders of the shares of any other class of stock but shall not be entitled to participate any further in the distribution of the assets of the corporation."

3.

This amendment to the Articles of Incorporation of the Corporation was duly adopted by the shareholders of the Corporation by written consent as of February 22, 2007, which vote is sufficient for approval of the amendment by the shareholders of the Corporation.

IN WITNESS WHEREOF, the Corporation has caused these Articles of Amendment to be duly executed on its behalf as of this 22nd day of February, 2007.

By: Bruce K. Howson
Bruce K. Howson
President