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LEVY KNEEN, P.L.

ATTORNEYS AT LAW

July 20, 2007

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

RE: Southstar Land Friends Farm, Inc.
Our File No.: 6115.015

Dear Sir or Madam:

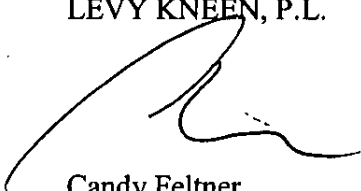
In connection with the above referenced matter, enclosed please find and original and one copy of the Articles of Amendment to the Articles of Incorporation, as well as this firm's check in the amount of \$35.00 to cover your costs of filing the same within your records.

Please date stamp one of the copies and return to me along with the confirmation of recording for insertion within the Corporate Minute Book.

Thank you for your assistance. Should you have any questions regarding the enclosed, or require anything further at this time, please do not hesitate to call me.

Very truly yours,

LEVY KNEEN, P.L.



Candy Feltner
Legal Assistant

enc:

cc:

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Articles of Amendment
To
Articles of Incorporation
Of
SOUTHSTAR LAND FRIENDS FARM, INC.
Document No. P05000078248

Pursuant to the provisions of Section 607.1006, Florida Statutes, this Florida Profit Corporation adopts the following amendments to its Articles of Incorporation:

ARTICLE VI
BOARD OF DIRECTORS

1. Article VI, Board of Directors. This Article shall be amended to reflect that the Board of Directors shall consist of one (1) or more member(s). The Directors reflected within the Article have resigned and the name and address of the Sole Director of the Corporation is:

David B. Loring
751 Park of Commerce Drive, Suite 128
Boca Raton, Florida 33487.

2. Article VIII, Officers. This Article is added in order to correctly reflect their name, address and office:

David B. Loring
751 Park of Commerce Drive, Suite 128
Boca Raton, Florida 33487.
Offices: President and Secretary/Treasurer.

3. The foregoing Amendments were adopted by the Shareholders of the Corporation on July 16, 2007, and become effective immediately. The Amendments were approved by the Shareholders and the number of votes cast for the Amendments by the Shareholders were sufficient for their approval.

Dated: _____

7/20/07

By: _____

DAVID B. LORING, President