

P05000115152

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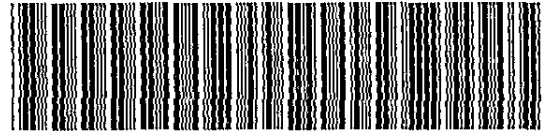
(Business Entity Name)

(Document Number)

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FILED
2005 DEC 27 AM 11:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend.

C. Coulllette JAN 05 2006

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: BIC Property Managers, Inc.

DOCUMENT NUMBER: PO5000115152

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

Please return all correspondence concerning this matter to the following:

Barbara McKean
(Name of Contact Person)

BIC Property Managers, Inc.
(Firm/ Company)

P.O. Box 803
(Address)

Marco Island, FL 34146
(City/ State and Zip Code)

For further information concerning this matter, please call:

Barbara McKean at (239) 642-7800
(Name of Contact Person) (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
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Articles of Amendment
to
Articles of Incorporation
of

B/C Property Managers Inc.
(Name of corporation as currently filed with the Florida Dept. of State)

P05000115152

(Document number of corporation (if known))

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

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):

(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)

Article V - Change Registered Agent to
be: Barbara McKean 950 N. Collier Blvd.,
Suite 426, Marco Island, FL 34145
KMK am familiar with obligations of position.

Article VII - Title P Cara J Mahoney
Resigns as of December 16, 2005, as
President. (Attach Stock Purchase & Buyback Agreement)
Charles R. Salvaggione becomes
President as of December 16, 2005.
4680 Hawk's Nest Way #101, Naples, FL 34114
(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)

N/A

The date of each amendment(s) adoption: 12/16/05

Effective date if applicable: 12/16/05
(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.

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)

Barbara K. McKean
(Typed or printed name of person signing)

Vice President
(Title of person signing)

FILING FEE: \$35

STOCK PURCHASE AND BUYOUT AGREEMENT

This Agreement is made this 16th day of December, 2005, by and between CARA J. MAHONEY (MAHONEY), BARBARA K. MCKEAN (MCKEAN) and B & C PROPERTY MANAGERS, INC., (B & C). The parties agree as follows:

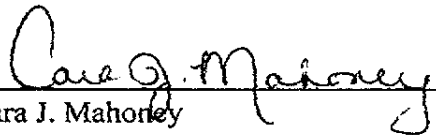
WHEREAS, MAHONEY and MCKEAN constitute all of the shareholders of B & C, and;

WHEREAS, the parties are desirous of resolving the dispute between them as to the management of the corporation, and;


WHEREAS, all parties are in agreement as to the following covenants.

NOW THEREFORE, the parties agree as follows:

1. MAHONEY herewith withdraws from the Corporation, assigns all of her shareholders rights to MCKEAN, resigns as an officer of the Corporation and terminates all involvement with B & C.
2. MCKEAN shall hereafter be the sole shareholder, manager and owner of B & C.
3. MCKEAN herewith pays to MAHONEY the sum of \$7,023.15 as full and complete consideration for her purchase of and MAHONEY'S relinquishment of any and all interests in the Corporation.
4. MAHONEY herewith acknowledges full and adequate consideration for the transfer of all of her interests in the Corporation to MCKEAN.
5. MAHONEY has either heretofore, or at the time of the signing of this Agreement transferred all documents and records pertaining to the Corporation and any keys to the Suntrust Building or to Ville De Marco West Condominium to B & C or MCKEAN.
6. All parties to this Agreement herewith release all other parties to the Agreement from any and all liability as to any matters pertaining to the business or operation of B & C and any other matters to the date of these presents.



Cara J. Mahoney



Barbara K. McKean

B & C Property Managers, Inc.

By: 

Barbara K. McKean, President