

MAR 13 2006 4:02PM
Division of Corporations

CAPITAL CONNECTION

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P060000018836

Florida Department of State
Division of Corporations
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DIVISION OF CORPORATIONS

FOR AMND/RESTATE/CORRECT OR O/D RESIGN

SHADE SAILS, INC.

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06 MAR 13 AM 10:00
TALLAHASSEE, FLORIDA

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CAPITAL CONNECTION

PAGE 001/001

Florida NO. 5554: oP. 2tate



March 9, 2006

FLORIDA DEPARTMENT OF STATE
Division of Corporations

SHADE SAILS, INC.
1821 NORTH J TERRACE
LAKE WORTH, FL 33460

SUBJECT: SHADE SAILS, INC.
REF: P06000018836

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Please accept our apology for failing to mention this in our previous letter.

The date of adoption of each amendment must be included in the document.

The current name of the entity is as referenced above. Please correct your document accordingly.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6964.

Irene Albritton
Document Specialist

FAX Aud. #: H06000062328
Letter Number: 006A00016383

**ARTICLES OF AMENDMENT TO
THE ARTICLES OF INCORPORATION OF
SHADE SAILS, INC.**

FILED
06 MAR 13 AM 10:00
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, acting as the sole Shareholder of the aforementioned corporation formed under the Florida Business Corporation Act, amend the original Articles of Incorporation by adopting these Articles of Amendment to the Articles of Incorporation.

Article I - Name

The name of this corporation is Shade Sails, Inc., which was incorporated on February 9, 2006. Shade Sails, Inc. desires to change the name of the corporation. The date of adoption of these amendments is March 2, 2006.

Article II - Amendment

The original Articles of Incorporation are incorporated herein. However, they are amended by these Articles of Amendment to the Articles of Incorporation. In the case of a conflict between the Articles of Incorporation and these Articles of Amendment to the Articles of Incorporation, these Articles of Amendment to the Articles of Incorporation shall prevail and govern.

Article III - New Name

The name of this corporation shall be changed from Shade Sails, Inc. to Shade Sails of Florida, Inc. ["Corporation"].

Article IV - Principal Place of Business

This Corporation's principal place of business is 1821 North "J" Terrace, Lake Worth, Florida 33460.

Article V - Duration

This Corporation's duration is perpetual.

Articles of Amendment to Article of Incorporation of
Shade Sales of Florida, Inc.
Page 2

Article VI - Purpose and Power

This Corporation is organized for the following purposes:

- A. For any lawful purpose.
- B. To exercise all those powers as set forth in §607.0302, Fla. Stat. (2004), as amended.
- C. To acquire by purchase, exchange, gift, bequest, subscription or otherwise, and to hold, own, mortgage, pledge, hypothecate, sell, assign, transfer, exchange or otherwise dispose of or deal in or with its own corporate securities or stock or other securities, including without limitation, any shares of stock, bonds, debentures, notes, mortgages, or other instruments representing rights or interests therein or any property or assets created or issued by any person, firm, association or corporation, or any government or subdivisions agencies or instrumentalities thereof; to make payment therefore in any lawful manner or to issue in exchange therefore its own securities or to use its unrestricted or unreserved earned surplus for the purchases of its own shares, and to exercise as owner or holder of any securities, any and all rights, powers and privileges in respect thereof.
- D. To do each and every thing necessary, suitable or proper for the accomplishment of any of the purposes or the attainment of anyone or more of the subjects herein enumerated, or which may at any time appear conducive to or expedient for the protection or benefit of this corporation, and to do said acts as fully and to the same extent as natural persons might, or could do, in any part of the word as principals, agents, partners, trustees or otherwise, either alone or in conjunction with any other person, association or corporation.
- E. The foregoing clauses shall be construed both as purposes and powers, and shall not be held to limit or restrict in any manner the general powers of this corporation, and the enjoyment and exercise thereof, as conferred by the laws of the State of Florida; and it is the intention that the purposes and powers specified in each of the paragraphs of this Article shall be regarded as independent powers and purposes.

Articles of Amendment to Article of Incorporation of
Shade Sails of Florida, Inc.
Page 3

Article VII - Stock

This Corporation shall have the authority to issue 1,000 shares of common voting stock at a par value of \$1.00 per share.

Article VIII - Amendment

These Articles of Incorporation may be amended, altered, changed, or repealed by the affirmative vote of a majority of the stock issued and outstanding at a Shareholders meeting called for that purpose.

Article IX - By-Laws

The By-Laws of this Corporation shall be initially adopted by the Board of Directors, and may be changed or repealed by the affirmative vote of a majority of the Shareholders at any meeting thereof.

Article X - Shareholder Rights

Shareholders of this Corporation shall have pre-emptive rights to acquire their pro rata share of stock of the Corporation for all issues of any class of stock of the Corporation, no matter when authorized, and for whatever consideration is contemplated to be received by the Corporation, including but not limited to cash, other property, services, the acquisition of other corporation's shares or property through a merger or the extinguishment of debts. Pre-emptive rights shall also apply to the re-issuance of all redeemed or otherwise acquired shares, including the re-issuance of treasury shares. This Article pertaining to pre-emptive rights may not be amended or deleted without the unanimous vote of the Shareholders of each affected class, and no issuance of stock of the Corporation shall take place unless the price at which the stock is to be issued shall be approved by a majority of the Shareholders of the Corporation.

Articles of Amendment to Article of Incorporation of
Shade Oaks of Florida, Inc.
Page 4

Article XI - Directors

The number of Directors constituting the initial Board of Directors of this Corporation is one. The name and address of the person serving as the initial Director of this Corporation until the Initial Meeting of the Shareholders, or until their successors are elected and qualify, whichever occurs first, shall be:

Name	Address
Lisa R. Harris	Post Office Box 1061, Lake Worth, Florida 33460

Article XII - Officers

The Officers constituting the initial Officers of this Corporation are President, Secretary and Treasurer. The name and address of the person serving as the initial Officers of this Corporation until the Initial Meeting of the Shareholders, or until their successors are elected and qualify, whichever occurs first, shall be:

Name	Address	Office
Lisa R. Harris	Post Office Box 1061, Lake Worth, Florida 33460	President
Lisa R. Harris	Post Office Box 1061, Lake Worth, Florida 33460	Secretary
Lisa R. Harris	Post Office Box 1061, Lake Worth, Florida 33460	Treasurer

Article XIII - Sole Incorporator

The name and address of the Sole Incorporator of this Corporation is:

Name	Address
Lisa R. Harris	Post Office Box 1061, Lake Worth, Florida 33460

Article XIV - Registered Agent


The name and address of the Registered Agent of this Corporation is:

Articles of Amendment to Article of Incorporation of
Shade Sails of Florida, Inc.
Page 5

Name	Address
Preston J. Fields, Sr., Esquire	11211 Prosperity Farms Road, Suite C-301, Palm Beach Gardens, Florida 33410

**CERTIFICATE OF DESIGNATION OF PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE AND NAMING
AN AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to §48.091(1) and §607.051, Fla. Stat. (2004), as amended, this Corporation hereby designates Preston J. Fields, Sr., Esquire of Preston J. Fields, P.A., to act as Registered Agent for this Corporation to accept service of process within this State.

 3/13/06
LISA R. HARRIS
Sole Director/President

ACKNOWLEDGMENT

I, Preston J. Fields, Sr., Esquire, do hereby accept the appointment of Registered Agent for this Corporation and do hereby agree to serve as Registered Agent, to act in this capacity, and to comply with the provision of said statute relative to the keeping of a registered office of the Corporation.


PRESTON J. FIELDS, SR.
Registered Agent

NOTARIZATION

STATE OF FLORIDA }
COUNTY OF PALM BEACH }

THE FOREGOING INSTRUMENT was ☐ sworn to, ☒ affirmed, or ☐ acknowledged before me on this 13 day of March, 2006, by LISA R. HARRIS, who is ☒ personally known or

Articles of Amendment to Article of Incorporation of
Shade Sails of Florida, Inc.
Page 6

☐ produced the following type of identification _____.



NOTARY PUBLIC

Notary Signature: Esther Gooding
Notary Name: ESTHER GOODING
Notary Commission: DD0465728
Notary Expiration: 9-17-2009

STATE OF FLORIDA)
COUNTY OF PALM BEACH)

THE FOREGOING INSTRUMENT was ☒ sworn to, ☒ affirmed, or ☐ acknowledged
before me on this 13th day of March, 2006, by PRESTON J. FIELDS, SR., who is ☒ personally
known or ☐ produced the following type of identification _____.



NOTARY PUBLIC

Notary Signature: Tracy Duthy
Notary Name: TRACY DUTHY
Notary Commission: DD0388195
Notary Expiration: 12/20/2009