

PO6000058598

(Requestor's Name)

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(City/State/Zip/Phone #)

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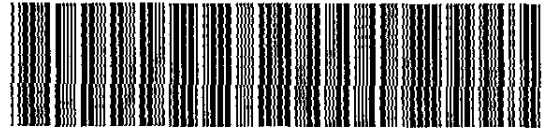
(Business Entity Name)

(Document Number)

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06 MAY -4 AM 8:05

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Amended  
Sf

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** BRIGHT STAR RENTALS, INC.

**DOCUMENT NUMBER:** P06000058598

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

Please return all correspondence concerning this matter to the following:

KIMBERLY KOCH

(Name of Contact Person)

ACE BOOKKEEPING SERVICES, INC

(Firm/ Company)

30931 AVENUE A.

(Address)

BIG PINE KEY, FL 33043

(City/ State and Zip Code)

For further information concerning this matter, please call:

KIMBERLY KOCH

(Name of Contact Person)

at ( 305 ) 872-4223

(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

BRIGHT STAR RENTALS, INC.

(Name of corporation as currently filed with the Florida Dept. of State)

**FILED**  
06 MAY -4 AM 8:05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

P06000058598

(Document number of corporation (if known))

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)**

SEE ATTACHED (4 pages of admendments)

(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)

(continued)

**ARTICLES OF AMENDMENT  
TO  
Articles of Incorporation  
of  
BRIGHT STAR RENTALS, INC.**

The undersigned being the Incorporator(s) of this Corporation, desire to restate and to amend the Articles of Incorporation thereof in the manner set forth below. These Amended Articles of Incorporation shall replace and supersede the prior Articles of Incorporation for all purposes.

**ARTICLE I - NAME**

The name of the corporation shall be **BRIGHT STAR RENTALS, INC...**

**ARTICLE II – PURPOSE OF CORPORATION**

The corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, county, territory or nation.

**ARTICLE III – PRINCIPAL OFFICE**

The address of the principle office of this Corporation is 28372 County Road, Little Torch Key, Florida 33042 and the mailing address is the same.

**ARTICLE IV - INCORPORATOR**

The name and street address of the incorporator(s) of this Corporation is:

Frank E. Bright  
28372 County Road  
Little Torch Key, FL 33042

**ARTICLE V - OFFICERS**

The officers of the Corporation shall be:

President:	Frank E. Bright
Vice-President:	Debra J. Bright
Secretary:	Debra J. Bright
Treasurer:	Frank E. Bright

**ARTICLE VI – DIRECTOR(S)**

The Director(s) of the Corporation shall be:

Frank E. Bright  
Debra J. Bright

## **ARTICLE VII – CORPORATE CAPITALIZATION**

- 7.1 The maximum number of shares that this Corporation is authorized to have outstanding at any time is ONE HUNDRED ( 100 ) shares of common stock with each share having the par value of ONE DOLLAR (\$1.00).
- 7.2 All Holders of shares of common stock shall be identical with each other in every respect and the holders of common shares shall be entitled to have unlimited voting rights on all shares and be entitled to one vote for each share on all matters on which Shareholders have the right to vote.
- 7.3 All Holders of shares of common stock, upon the dissolution of the Corporation, shall be entitled to receive the net assets of the Corporation.
- 7.4 The Board of Director(s) of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the Board of Director(s) may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the By-laws of the Corporation.
- 7.5 The Board of Director(s) of the Corporation may, by Restated Articles of Incorporation, classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of redemptions of the stock.

## **ARTICLE VIII – SUB-CHAPTER S CORPORATION**

The Corporation may elect to be an S Corporation, as provided in Sub-Chapter S of the Internal Revenue Code of 1986, as amended.

- 8.1 The Shareholders of this Corporation may elect and, if elected, shall continue such election to be an S Corporation as provided in Sub-Chapter S of the Internal Revenue Code of 1986, as amended, unless the shareholders of the Corporation unanimously agree otherwise in writing.
- 8.2 After this Corporation has elected to be an S Corporation, none of the shareholders of this Corporation, without the written consent of all the shareholders of this Corporation shall take any action, or make any transfer or other disposition of the shareholders' shares of stock in the Corporation, which will result in the termination or revocation of such election to be an S Corporation, as provided in Sub Chapter S of the Internal Revenue Code of 1986, as amended.
- 8.3 Once the Corporation has elected to be an S Corporation, each share of stock issued by this Corporation shall contain the following legend:

“The shares of stock represented by this certificate cannot be transferred if such transfer would void the election of the Corporation to be taxed under Sub-Chapter S of the Internal Revenue Code of 1986, as amended.”

## **ARTICLE VIII – SHAREHOLDERS' RESTRICTIVE AGREEMENT**

All of the shares of stock of this Corporation may be subject to a Shareholders' Restrictive Agreement containing numerous restrictions on the rights of shareholders of the Corporation and transferability of the shares of stock of the Corporation. A copy of the Shareholders' Restrictive Agreement, if any, is on file at the principal office of the Corporation.

## **ARTICLE X – POWERS OF CORPORATION**

The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of Incorporation.

## **ARTICLE XI – TERM OF EXISTENCE**

This Corporation shall have perpetual existence.

## **ARTICLE XII – INDEMNIFICATION**

Each director, stockholder and officer, in consideration for his or her services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him or her in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him or her by reason of his or her being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of Florida law.

## **ARTICLE XIII – SELF DEALING**

No contract or other transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction, or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or herself or any firm, association or corporation in which he or she may be in any way interested. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he or she is also a director of such subsidiary or corporation, so long as said fact is divulged to the other directors prior to such vote.

## **ARTICLE XIII – REGISTERED OWNER(S)**

The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered on the books of the Corporation as the owner thereto, for all purposes, and except as may be agreed in writing by the Corporation, the Corporation shall not be bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any other person, whether or not the Corporation shall have notice thereof.

## **ARTICLE XV – REGISTERED OFFICE AND REGISTERED AGENT**

The initial address of registered office of this Corporation is 28372 County Road, Little Torch Key, Florida 33042. The name of the registered agent of this Corporation is Frank E. Bright whose address is 28372 County Road, Little Torch Key, Florida 33042.

#### ARTICLE XVI – BYLAWS

The Board of Director(s) of the Corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Director(s) at the time of such action shall be necessary to take any action for making, alteration, amendment or repeal of the Bylaws.

#### ARTICLE XVII – AMENDMENT

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.

#### ARTICLE XVIII – EFFECTIVE DATE

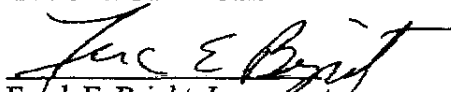
These Articles of Amendment to the Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

#### ARTICLE XVIII – ADOPTION

The foregoing Amendment(s) was adopted by the Incorporator(s) without shareholder action and shareholder action was not required on behalf of the Corporation on 3<sup>rd</sup> day of May, 2006.

IN WITNESS WHEREOF, the undersigned subscriber and Incorporator has executed these Amended Articles of Incorporation on this 3<sup>rd</sup> day of May, 2006.

INCORPORATOR:

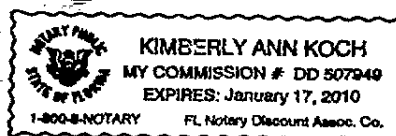
  
Frank E. Bright, Incorporator

STATE OF FLORIDA  
COUNTY OF MONROE

The foregoing Amended Articles of Incorporation were executed and acknowledged before me this 3<sup>rd</sup> day of May, 2006, by Frank E. Bright.

  
Notary Public, State of Florida

My Commission Expires: \_\_\_\_\_



The date of each amendment(s) adoption: MAY 3, 2006

Effective date if applicable: UPON APPROVAL  
(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.

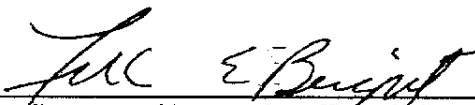
☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"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)

**FRANK E. BRIGHT**

(Typed or printed name of person signing)

**INCORPORATOR**

(Title of person signing)

**FILING FEE: \$35**