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Amend & Rest
C.COULLIETTE
JAN 11 2011
EXAMINER

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: SUNCOASTNURSERY&TIKIHUTS,INC.

DOCUMENT NUMBER: P06000062762

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

Please return all correspondence concerning this matter to the following:

JAVIER BANOS
Name of Contact Person

LAW SERVICES, P.A.
Firm/ Company

3126 CORAL WAY
Address

MIAMI, FL 33145
City/ State and Zip Code

JBANOS@MSN.COM
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

JAVIER BANOS at (305) 519-5581
Name of Contact Person — Area Code & Daytime Telephone Number

Enclosed is a check for the following amount made payable to the Florida Department of State:

☑ $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

AMENDED AND RESTATED ARTICLES OF INCORPORATION

OF

SUNCOAST NURSERY & TIKI HUTS, INC.

The date of filing the original articles of incorporation is May 3rd, 2006. These Amended and Restated Articles of Incorporation of SUNCOAST NURSERY & TIKI HUTS, INC were duly executed and are being filed in accordance with Section 607.1007, Florida Statutes. The original articles of incorporation filed on May 3rd, 2006 are hereby amended and restated in their entirety as provided below. All amendments included herein have been adopted pursuant to Section 607.1007, Florida Statutes, and there is no discrepancy between the corporation's Articles of Incorporation as heretofore amended and the provisions of these Amended and Restated Articles other than the inclusion of amendments adopted pursuant to Section 607.1007 and the omission of matters of historical interest. The Amended and Restated Articles of Incorporation shall henceforth be as follows:

ARTICLE I -- Name

The name of the Corporation is SUNCOAST NURSERY & TIKI HUTS, INC. (the "Corporation").

ARTICLE II --Address

The mailing address and street address of the principal office of the Corporation is
17350 SW 236 STREET
HOMESTEAD FL 33031 US

ARTICLE III --Registered Agent and Office

The street address of the Corporation's initial registered agent office is c/o Javier Banos, Esq., 3126 CORAL WAY, MIAMI, FL 33145, and the name of the initial registered agent at such office is Javier Banos, Esq.

ARTICLE IV --Shares

The number of shares the corporation is authorized to issue is:

100

ARTICLE V --Purpose

The purpose of which this corporation is organized is:

"Any lawful business"

ARTICLE VI --Term

The term of the Corporation shall be perpetual.

ARTICLE VII --Bylaws

The Bylaws of the Corporation may be altered, amended, or rescinded in the manner provided therein.

ARTICLE VIII -- DIRECTORS AND OFFICERS

The affairs of the Corporation shall be administered by a Board of Directors consisting of the number of Directors determined by the Bylaws.

Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided by the Bylaws.

The initial Board of Directors shall be composed of the following individuals:

Title P

HAYES, ISAAC P
17350 SW 236 STREET
HOMESTEAD FL 33031 US

Title VP

PEREZ-HAYES, NORYS
17350 SW 236 STREET
HOMESTEAD FL 33031 US

The business of the Corporation shall be conducted by the officers designated in the Bylaws. The officers shall be elected each year by the Board of Directors at its first meeting after the annual meeting of the shareholders of the Corporation, and they shall serve at the pleasure of the Board.

ARTICLE IX -- AMENDMENTS

Amendments to these Articles shall be proposed and adopted in the following manner:

Proposal. Amendments to these Articles may be proposed by a majority of the Board or by a written petition to the Board, signed by at least one-fourth (1/4th) of the voting interests of the Corporation.

Procedure. Upon any amendment to these Articles being proposed by said Board or shareholders, such proposed amendment shall be submitted to a vote of the shareholders not later than the next annual meeting for which proper notice can be given.

Vote Required. A proposed amendment shall be adopted if it is approved by at least seventy-five (75%) percent of the voting interests who are present and voting, in person or by proxy, at any annual or special meeting called for the purpose, provided that a quorum has been established. Shareholders voting on amendments to these Articles shall require use of a limited proxy.

Effective Date. An amendment shall become effective upon filing with the Secretary of State.

ARTICLE X --INDEMNIFICATION

To the fullest extent permitted by Florida law, the Corporation shall indemnify and hold harmless every Director, officer, employee or any shareholder of a committee of the Corporation against all expenses and liabilities, including attorney fees, actually and reasonably incurred by or imposed on him in connection with any legal proceeding (or settlement or appeal of such proceeding) to which he may be a party because of his being or having been a Director, officer, employee or a shareholder of a committee of the Corporation. In the event of a settlement, the right to indemnification shall not apply unless the Board of Directors approves such settlement as being in the best interest of the Corporation. The foregoing rights of indemnification shall be in addition to and not exclusive of all other rights to which a Director or officer may be entitled.

Pursuant to the provisions of Section 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the above statement in designating the registered agent/office in the State of Florida.

ISAAC Hayes

ISAAC P HAYES

President, SUNCOAST NURSERY & TIKI HUTS, INC

DATE: ______January 3rd, 2011__________________

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE

Javier Banos, Esq.

DATE

In witness whereof, the undersigned certified that these Amended and Restated Articles of Incorporation were adopted by the shareholders of SUNCOAST NURSERY & TIKI HUTS, INC. on the 3rd day of Jan, 2011.

Isaac Hayes

ISAAC HAYES

President, SUNCOAST NURSERY & TIKI HUTS, INC.

FLORIDA DEPARTMENT OF STATE
Division of Corporations

January 11, 2011

JAVIER BANOS
LAW SERVICES, P.A.
3126 CORAL WAY
MIAMI, FL 33145

Re: Document Number P06000062762

The Amended and Restated Articles of Incorporation for SUNCOAST NURSERY & TIKI HUTS, INC., a Florida corporation, were filed on January 6, 2011.

Should you have any questions concerning this matter, please telephone (850) 245-6050, the Amendment Filing Section.

Cheryl Coulliette
Regulatory Specialist II
Division of Corporations

Letter Number: 411A00000875