

P06000084171

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

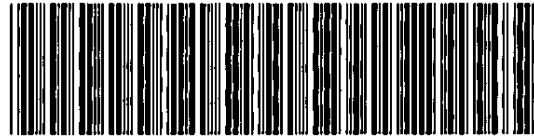
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



400076015414

06/26/06--01006--004 **60.00

FILED

2006 JUN 26 PM 3: 54

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED

06 JUN 26 AM 9: 12

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Amend & Rest

G. Coullatte JUN 26 2006

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Case Casuarina XVI, Inc.

- Art of Inc. File _____
- LTD Partnership File _____
- Foreign Corp. File _____
- L.C. File _____
- Fictitious Name File _____
- Trade/Service Mark _____
- Merger File _____
- Art. of Amend. File _____
- RA Resignation _____
- Dissolution / Withdrawal _____
- Annual Report / Reinstatement _____
- Cert. Copy _____
- Photo Copy _____
- Certificate of Good Standing _____
- Certificate of Status _____
- Certificate of Fictitious Name _____
- Corp Record Search _____
- Officer Search _____
- Fictitious Search _____
- Fictitious Owner Search _____
- Vehicle Search _____
- Driving Record _____
- UCC 1 or 3 File _____
- UCC 11 Search _____
- UCC 11 Retrieval _____
- Courier _____

Signature

Requested by:

SP 6/26/06 8:56
Name Date Time

Walk-In Will Pick Up

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
CASA CASUARINA XVI, INC.**

The Articles of Incorporation of CASA CASUARINA XVI, INC., a Florida corporation (the "Corporation") originally filed with the Department of State of the State of Florida on June 20, 2004, are hereby amended and restated in their entirety pursuant to Sections 607.1006 and 607.1007 of the Florida Business Corporation Act (the "Act") as follows:

**ARTICLE I
NAME**

The name of the Corporation is CASA CASUARINA XVI, INC.

**ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of the Corporation is: 1116 Ocean Drive, Miami Beach, Florida 33139.

**ARTICLE III
PURPOSE**

The corporation may engage in any and all activities businesses permitted under the laws of the United States and of the State of Florida. The corporation shall have all of the powers vested in a corporation organized under any existing laws of the United States and the State of Florida.

**ARTICLE IV
CAPITAL STOCK**

The number of shares of stock that the Corporation is authorized to issue is One Hundred Thousand (100,000) shares, One Cent (\$0.01) par value per share, of common stock. Each issued and outstanding share of common stock shall be entitled to one vote on each matter submitted to a vote at a meeting of the shareholders.

**ARTICLE V
CORPORATION EXISTENCE**

The existence of the corporation shall be perpetual. Corporate existence shall have commenced on the date the corporation was originally formed pursuant to its Articles of Incorporation.

**ARTICLE VI
BOARD OF DIRECTORS**

The corporation shall have at least one director. The number of directors may be increased or diminished from time to time pursuant to the Bylaws of the corporation, but shall not be less than one or more than seven. The name and address of the current director of the corporation who shall serve until a successor is elected and has qualified is:

FILED
2006 JUN 26 PM 3:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Name

Address

Robert M. Newkirk

1116 Ocean Drive
Miami Beach, Florida 33139

Members of the Board of Directors or any Executive Committee thereof shall be deemed present at a meeting of such committee if a teleconference or similar communication equipment, by means of which all persons participating in the meeting can hear each other at the same time, issued.

A director shall not be prohibited or disqualified from voting on any issue, at any time, by reason of the fact that the issue under consideration may involve such director personally, directly or indirectly, or that it may involve any person, firm, corporation or other entity in which such director has such direct or indirect interest.

**ARTICLE VII
OFFICERS**

The name and address of the current officers of the corporation who shall serve until a successor is elected or appointed is:

Name

Address

Office

Robert M. Newkirk

1116 Ocean Drive
Miami Beach, Florida 33139

President
Secretary/Treasurer

**ARTICLE VIII
REGISTERED OFFICE AND AGENT**

The name and street address of the Corporation's registered office is: Craig M. Dorne, PA, 407 Lincoln Road, Penthouse, Southeast, Miami Beach, Florida 33139.

**ARTICLE IX
INDEMNIFICATION**

The Corporation shall indemnify any present or former officer or director, or person exercising powers and duties of an officer or a director, to the full extent now or hereafter permitted by law.

**ARTICLE X
BY-LAWS**

The bylaws of this corporation shall be those which were previously adopted by the corporation. Bylaws may be altered, amended or repealed from time to time by either the shareholders or the board of directors. Nevertheless, the board of directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the directors.

ARTICLE XI
AMENDMENT TO ARTICLES

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any such right conferred upon the shareholders is subject to this reservation.

The above Amended and Restated Articles of Incorporation were duly adopted and approved by the Board of Directors and the Shareholders of the Corporation pursuant to Sections 607.0704 and 607.0821, respectively, of the Act, with the number of votes cast for the amendments by the shareholders being sufficient for approval of such amendments, pursuant to a Written Consent of the Board of Directors and the Shareholders of the Corporation dated the 20th day of June, 2006.

ARTICLE XII
INCORPORATOR

The name and street address of the incorporator of the Corporation: Craig M. Dorne, PA, 407 Lincoln Road, Penthouse Southeast, Miami Beach, Florida 33139.

IN WITNESS WHEREOF, the undersigned President, of the Corporation, for the purposes of amending and restating the Articles of Incorporation of the Corporation under the laws of the State of Florida, makes and files these Amended and Restated Articles of Incorporation of the Corporation, hereby declaring and certifying that the facts herein stated are true and correct this 20th day of June, 2006.

By: _____

Craig M. Dorne, Incorporator