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IVAN M. LEFKOWITZ\* THOMAS C. SHAW KEVIN A. SENTNER\*\*

\* BOARD CERTIFIED IN TAXATION AND MASTER OF LAWS IN ESTATE PLANNING \*\* BOARD CERTIFIED IN WILLS, TRUSTS, ESTATES

## LEFKOWITZ & SHAW, P.A.

ATTORNEYS AND COUNSELORS AT LAW

430 NORTH MILLS AVENUE, SUITE 4 ORLANDO, FLORIDA 32803 TELEPHONE (407) 425-1974 FACSIMILE (407) 425-1981 WEBSITE: ORLANDOLAW.ORG

## January 26, 2007

Attn: Corporations Division Secretary of State Bureau of Corporate Records Post Office Box 6327 Tallahassee, Florida 32314

> Re: Yogi Management Company, Inc. Effective Date: Date of Filing

Dear Sir or Madam:

Enclosed are the original and a duplicate copy of the Articles of Amendment to the Articles of Incorporation of the above referenced corporation. The duplicate copy has been subscribed and acknowledged by the subscriber in the same manner as the original. Please endorse your approval of the Articles of Amendment to the Articles of Incorporation on the duplicate copy, and return a certified copy to this office.

A check is also enclosed in the total amount of \$43.75 to cover the \$35.00 filing fee and the \$8.75 fee for the certified copy of the Articles of Amendment to the Articles of Incorporation.

Yours ver tru Ivan M**`**. Lefkowitz

IML:glg Enclosures cc: Annalisa Gutierrez, President

## ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF YOGI MANAGEMENT COMPANY, INC.

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YOGI MANAGEMENT COMPANY, INC., a corporation organized and existing under the laws of the State of Florida, under certificate number P06000124075, filed in the office of the Secretary of State on September 27, 2006, hereby certifies as follows:

1. The director and shareholder considered amending the Articles of Incorporation so as to recapitalize the corporate structure by changing the authorized number of voting and nonvoting shares of stock to one hundred (100) voting shares and Nine Thousand Nine Hundred (9,900) nonvoting shares, at a par value of \$1.00. After discussion, it was

**RESOLVED**, that the Articles of Incorporation of YDG MANAGEMENT COMPANY, INC. be amended so as to provide voting and non-voting shares of stock at a par value \$1.00 per share, and that Article IV shall be amended to read in its entirety as follows:

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## "ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue Ten Thousand (10,000) shares of common stock having a par value of One Dollar (\$1.00) per share. One Hundred (100) of said shares shall be designated and known as voting common stock and Nine Thousand Nine Hundred (9,900) of said shares shall be designated and known as nonvoting common stock. Except for voting rights, all shares of common stock shall be subject to the same rights and shall be in equal in all other respects."

2. These Articles of Amendment were approved by the director of the corporation and by the shareholder by joint written action dated <u>January 8</u>, 2007.

IN WITNESS WHEREOF, the undersigned President and Secretary of this corporation have executed these Articles this 8th day of \_\_\_\_\_\_, 200\_7.

YOGI MANAGEMENT COMPANY, INC.

ANNALISA L. GUTIERRE, President By:

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