

P06000137805

(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

☐ PICK-UP

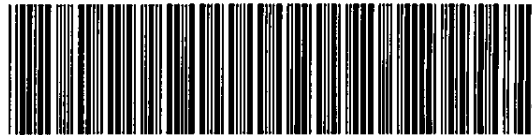
☐ WAIT

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(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____



300106562513

07/30/07--01018--003 **43.75

FILED
07 AUG 15 PM 4:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Special Instructions to Filing Officer:

Javier Bangs ^{ES9}

AUTHORIZATION BY SIGNATURE

Shareholder ^{Asamm}

08/16/07

Donnell

Office Use Only

08/16/07
DC
Amended &
Restated
w/ Name
Change



FLORIDA DEPARTMENT OF STATE
Division of Corporations

August 8, 2007

JAVIER BANOS ESQ.
JAVIER BANOS ESQ PA
3400 CORAL WAY SUITE 601
MIAMI, FL 33145

SUBJECT: BLANCO-ELIAS, P.A.
Ref. Number: P06000137805

We have received your document and check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

A certificate must accompany the Restated Articles of Incorporation setting forth either of the following statements: (1) The restatement was adopted by the board of directors and does not contain any amendment requiring shareholder approval. OR (2) If the restatement contains an amendment requiring shareholder approval, the date of adoption of the amendment and a statement setting forth the following: (a) the number of votes cast for the amendment by the shareholders was sufficient for approval (b) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

AMENDED AND RESTATED ARTICLES OF INCORPORATION FOR A FLORIDA PROFIT CORPORATION ARE FILED PURSUANT TO SECTION 607.1007, FLORIDA STATUTES.

PROFIT CORPORATIONS DO NOT HAVE MEMBERS.

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

If you have any questions concerning the filing of your document, please call (850) 245-6906.

Darlene Connell
Document Specialist

Letter Number: 907A00048690

RECEIVED
07 AUG 15 AM 8:00
DIVISION OF CORPORATIONS

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: BLANCO-ELIAS, P.A.

DOCUMENT NUMBER: P06000137805

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

Please return all correspondence concerning this matter to the following:

JAVIER BANOS, ESQ

(Name of Contact Person)

JAVIER BANOS, ESQ PA

(Firm/ Company)

3400 CORAL WAY SUITE 601

(Address)

MIAMI, FL 33145

(City/ State and Zip Code)

For further information concerning this matter, please call:

JAVIER BANOS,ESQ

(Name of Contact Person)

at (305) 519-5581

(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**

BLANCO-ELIAS, P.A.

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

P06000137805

(Document number of corporation (if known))

FILED
07 AUG 15 PM 4:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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)**

The articles of incorporation are amended and reinstated in accordance to exhibit

A

(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)

The date of each amendment(s) adoption: 07/01/2007

Effective date if applicable: 07/01/2007
(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)

JOSE REBOREDO

(Typed or printed name of person signing)

PRESIDENT

(Title of person signing)

FILING FEE: \$35

EXHIBIT "A"
AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
REAL ESTATE FAMILY INVESTMENTS, CORP

The name under which the Corporation was originally filed is "BLANCO-ELIAS, P.A." The date of filing the original articles of incorporation is October 31, 2006. These Amended and Restated Articles of Incorporation of REAL ESTATE FAMILY INVESTMENTS, CORP were duly executed and are being filed in accordance with Section 607.1007, Florida Statutes. The original articles of incorporation filed on October 31st, 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 REAL ESTATE FAMILY INVESTMENTS, CORP (the "Corporation").

ARTICLE II --Address

The mailing address and street address of the principal office of the Corporation is 3400 Coral Way, Suite 601, Miami, Florida 33145.

ARTICLE III --Registered Agent and Office

The street address of the Corporation's initial registered office is c/o Javier Banos, Esq., P.A., 3400 Coral Way Suite 601, 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, but not less than five (5) Directors.

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

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~~ ^{607.100} 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.

Rose Libonardo
President, REAL ESTATE FAMILY INVESTMENTS, CORP

DATE: 7/25/07

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 REAL ESTATE FAMILY INVESTMENTS, CORP on the 25 day of 7, 2007.