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Division of Corporations

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P07000008837

Florida Department of State
Division of Corporations
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S K AUTOS, CORP.

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*Amended & Restated
Art.
08/18/08 DC*

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Florida Dept of State



August 14, 2008

FLORIDA DEPARTMENT OF STATE
Division of Corporations

S K AUTOS, CORP.
2820 N. O.B.T.
ORLANDO, FL 32804

SUBJECT: S K AUTOS, CORP.
REF: P07000008837

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

If the Restated Articles were adopted by the directors and do not contain any amendments requiring shareholder approval, a statement to that effect must be contained in the document.

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

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

Darlene Connell
Regulatory Specialist II

FAX Aud. #: H08000193973
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**AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
S K AUTOS, CORP.**

Pursuant to the provisions of Sections 607.1005 and 607.1007, Florida Statutes, the undersigned corporation adopts the following Amended and Restated Articles of Incorporation:

- 1.) The name of the corporation is S K AUTOS, CORP. (the "Corporation").
- 2.) The Corporation is amending and restating its Articles of Incorporation, filed on January 19, 2007, in their entirety.
- 3.) The restatement contains an amendment to the articles to increase the number of shares of its capital stock. These Amended and Restated Articles of Incorporation were adopted on 13 August 2008, by the Corporation's Board of Directors and Shareholders pursuant to Sections 607.0821 and 607.1007, Florida Statutes.
- 4.) The Amended and Restated Articles of Incorporation of the Corporation are hereby amended and restated in their entirety to read as follows:

**ARTICLE I. Name
Name and Duration**

The name of the Corporation is S K AUTOS, CORP. The duration of the Corporation is perpetual. This Corporation shall begin its corporate existence as of the date that the original Articles were filed by the Secretary of State.

ARTICLE II. Principal Office

The principal address and mailing address of the Corporation shall be 5205 C Edgewater Drive, Orlando, Florida 32810.

**ARTICLE III.
Corporate Purposes, Powers and Rights**

1. The nature of the business to be conducted or promoted and the purposes of the Corporation are to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act.

2. In furtherance of its corporate purposes, the Corporation shall have all of the general and specific powers and rights granted to and conferred on a corporation by the Florida Business Corporation Act.

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ARTICLE IV. Capital Stock

The total number of shares of capital stock which the Corporation has the authority to issue is One Hundred Thousand (100,000) shares of Common Stock ("Common Stock") at One Cent (\$.01) par value per share.

ARTICLE V. Directors

1. The number of members of the Board of Directors may be increased or diminished from time to time by the Bylaws; provided, however, there shall never be less than one. Each director shall serve until the next annual meeting of shareholders.

2. If any vacancy occurs in the Board of Directors during a term, the remaining directors, by affirmative vote of a majority thereof, may elect a director to fill the vacancy until the next annual meeting of shareholders.

3. The name and mailing address of the person(s) who shall serve as the initial director(s) of the Corporation until the first annual meeting of the shareholders is/are as follows:

<u>Name</u>	<u>Address</u>
Rajendra Kowlessar	1433 Greenbridge Drive Apopka, FL 32703

ARTICLE VI. Lost or Destroyed Certificates

Stock certificates to replace lost or destroyed certificates shall be issued on such basis and according to such procedures as are from time to time provided for in the Bylaws of this Corporation.

ARTICLE VII. Amendment to Articles

These Amended and Restated Articles of Incorporation may be amended in the manner provided by law.

ARTICLE VIII. Bylaws

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors. Any Bylaws adopted by the Board of Directors may be repealed, changed, or new Bylaws may be adopted by the vote of a majority of the stock entitled to vote thereon, and the Shareholders may prescribe in any Bylaw made by them that such Bylaw shall not be altered, amended or repealed by the Board of Directors.

ARTICLE IX. Affiliated Transactions

This Corporation expressly elects not to be governed by the provisions of Florida Statutes Section 607.0901 dealing with affiliated transactions.

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ARTICLE XII. S Corporation Status.

If, from time to time, a shareholders' agreement among all of the shareholders of the Corporation is in effect regarding the Subchapter S status of the Corporation pursuant to the Internal Revenue Code of the United States in effect from time to time, then transfers of the Corporation's Common Stock made not in accordance with such agreement, whether by operation of law or otherwise, are null and void ab initio.

ARTICLE XIII. Indemnification of Officers and Directors

The Corporation shall indemnify any incorporator, officer or director, or any former incorporator, officer or director, to the full extent permitted by law, in the manner provided in the Bylaws of this Corporation.

IN WITNESS WHEREOF, these Amended and Restated Articles of Incorporation have been executed as of August 12, 2008.


Rajendra Kowlessar, Initial Director