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GREENBERG TRAURIG

NO. 802

P. 1 of 1

**Florida Department of State
Division of Corporations
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BOOK A DEAL, INC.**

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*Amended And
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GREENBERG TRAURIG

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**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
BOOK A DEAL, INC.**

NO. 802 P. 2
FILED
10 AUG 31 AM 10:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Skip Gibson, being the President of BOOK A DEAL, INC., a Florida corporation (the "Corporation"), hereby certifies that:

1. The name of this Corporation is BOOK A DEAL, INC.. This Corporation was incorporated on July 31, 2009.

2. These Amended and Restated Articles of Incorporation restate and integrate and further amend the provisions of this Corporation's Articles of Incorporation, as amended.

3. The terms and provisions of these Amended and Restated Articles of Incorporation were adopted by: (a) all of the directors and (b) by the shareholders holding a majority of this Corporation's issued and outstanding voting stock, pursuant to a Joint Written Consent Without a Meeting dated August 30, 2010; The number of votes cast for the Amended and Restated Articles of Incorporation by the shareholder was sufficient for approval.

4. Pursuant to Sections 607.0704, 607.1003 and 607.1007 of the Florida Business Corporation Act (the "Act"), the text of the Articles of Incorporation of this Corporation, as amended, is hereby amended and restated to read in its entirety as follows:

ARTICLE I - NAME

The name of this corporation is BOOK A DEAL, INC. (hereinafter called the "Corporation").

ARTICLE II - INITIAL PRINCIPAL OFFICE AND MAILING ADDRESS

This Corporation's mailing address and the address of this Corporation's principal office is 6336 Buford St. #204, Orlando, Florida 32835.

ARTICLE III - AUTHORIZED SHARES

Authorized Issuance. The total number of shares of all classes of stock that this Company shall have the authority to issue is 1,000 shares, consisting of:

800 shares of voting common stock, par value \$.01 per share (the "Voting Common Stock");
and

200 shares of non-voting common stock, par value \$.01 per share (the "Non-Voting Common Stock").

Rights of Voting Common Stock and Non-Voting Common Stock. The designations, powers, preferences and relative participating, optional or other special rights, and the qualifications,

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limitations and restrictions thereof in respect of the Voting Common Stock and Non-Voting Common Stock (collectively, the "Common Stock") are as follows:

Dividends, Liquidation, Voting, etc. The holders of shares of Common Stock shall be entitled to receive when, as and if declared by the Board of Directors, out of funds legally available therefor, dividends and other distributions payable in cash, property, stock (including shares of any class or series of this Company, whether or not shares of such class or series are already outstanding) or otherwise. In the event of any voluntary or involuntary liquidation, dissolution or winding up of this Company, the holders of shares of the Common Stock shall be entitled to receive all of the remaining assets of this Company available for distribution to its shareholders, ratably in proportion to the number of shares of the Common Stock held by them. Each share of Voting Common Stock shall have one (1) vote on all matters that are submitted to shareholders for vote. Each share of Non-Voting Common Stock shall have no right to vote on any matter submitted to shareholders for a vote.

Sales and Repurchases. Shares of Common Stock may be issued by this Company for such consideration, having a value of not less than the par value thereof, as is determined by the Board of Directors. The Board of Directors shall have the power to cause this Company to purchase, out of funds legally available therefor, shares of Common Stock from such persons and for such consideration as the Board of Directors shall from time to time in its discretion determine, and as otherwise permitted by law.

ARTICLE IV - REGISTERED OFFICE AND REGISTERED AGENT

The street address of the registered office of the corporation is: 6336 Buford St. #204, Orlando, Florida 32835, and the registered agent of the corporation at that address is: Skip Gibson.

ARTICLE V - INCORPORATOR

The name and address of the incorporator is as follows:

<u>Name</u>	<u>Address</u>
Skip Gibson	6336 Buford St. #204 Orlando, Florida 32835

ARTICLE VI - INDEMNIFICATION

The corporation shall, to the fullest extent permitted by the laws of Florida, including, but not limited to Section 607.0850 of the Act, as the same may be amended and supplemented from time to time, indemnify any and all directors and officers of the corporation.

ARTICLE VII - AMENDMENT

These Amended and Restated Articles of Incorporation may not be amended, changed, or modified, except by an amendment, change, or modification in writing and signed by the Company and a majority of the of the holders of the Voting Common Stock. The Parties acknowledge that by agreeing to this Article, the holders of a majority of the Voting Common Stock maintain the power and authority, as the owner of a majority of the Voting Common Stock, to amend, change, and modify any

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and all terms of these Articles of Incorporation and any amendments thereto at any time, at their sole and absolute discretion.

IN WITNESS WHEREOF, the undersigned does hereby execute this instrument on August 30, 2010.

BOOK A DEAL, INC.

By: 
Skip Gibson, President

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