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Amend
(1a) 3/7/11

MILLER, SHINE & BRYAN, P.L.
ATTORNEYS AT LAW

JOE C. MILLER II
JUDITH G. SHINE
LINDA LOGAN BRYAN

P.O. Box 3376
97 Orange Street
St. Augustine, Florida 32085-3376
(904) 824-0484

March 1, 2011

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: Ponce Hotel, Inc.
Document Number: P11000017306

To Whom It May Concern:

The enclosed Articles of Amendment and fee are submitted for filing. Please return all correspondence concerning this matter to:

Linda Logan Bryan, Esquire
Miller, Shine & Bryan, P. L.
97 Orange Street
St. Augustine, FL 32084
E-mail: lbryan@millershinebryan.com

For further information concerning this matter, please call:

Linda Logan Bryan, Esquire at (904) 824-0484.

Enclosed is check number 1003 in the amount of \$35.00 made payable to the Florida Department of State. Also enclosed is a self-addressed, stamped envelope for returning a file stamped set of the Articles of Amendment.

Sincerely,



Linda Logan Bryan

LLB/mbp
Enclosures

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
PONCE HOTEL, INC.
DOCUMENT NUMBER: P11000017306**

Pursuant to the provisions of section 607.1006, Florida Statutes, Ponce Hotel, Inc. adopts the following amendment(s) to its Articles of Incorporation:

1. The following Articles are hereby added to the Articles of Incorporation:

IX

DURATION

The duration of the corporation shall be perpetual.

X

SHARES (STOCK)

A. The aggregate number of shares which the corporation is authorized to issue is One Hundred (100) shares. Such shares shall be of a single class, and shall have no (\$0.00) par value.

B. The consideration to be paid for each share shall be payable in lawful money or property, labor or services.

C. The corporation is authorized to issue only one class of stock, and all issued stock shall be held of record by not more than one hundred (100) shareholders. Stock will be issued and transferred only to (1) natural person(s) (2) estates, or (3) a qualified subchapter S trust (QSST) as described in title 26 United States Code Section 1361 defining a qualified "small business corporation." In addition, no stock shall be issued or transferred to a nonresident alien.

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XI

DIRECTORS

A. This corporation shall have at least one (1) but no more than (3) directors. The number of directors shall be determined as provided by the corporate by-laws, and these directors shall be elected in accordance with the provisions of the corporate by-laws adopted by the stockholders, as amended from time to time in accordance with the procedures provided in the by-laws.

B. The number of directors constituting the initial Board of Directors of the corporation is two (2). The names and addresses of the people shall who are to serve as the members of the initial Board of Directors is:

Kantibhai M. Patel
32 Avenida Menendez
St. Augustine, FL 32084

Kalavati K. Patel
32 Avenida Menendez
St. Augustine, FL 32084

They shall serve and hold office as the initial Board of Directors until the next annual meeting of the Board of Directors, or until a successor or successors are elected and qualified.

VIII

INFORMAL ACTION OF DIRECTORS AND SHAREHOLDERS

If the required majority of the directors or shareholders severally or collectively consent in writing to any action taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors or Shareholders.

2. The foregoing Amendments were adopted on March 1, 2011, and are effective on this date.

3. The Amendment was adopted by the incorporator without shareholder action which was not required.

Dated and effective this 1st day of March, 2011.



Kantibhai M. Patel
Incorporator