

P93000058926

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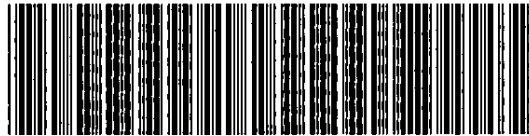
(Business Entity Name)

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Amend

FILED
10 JUN -4 AM 9:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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JUN 08 2010

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June 3, 2010

Via Federal Express

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

Re: Cabana Club Apartments, Inc.
Document Number: P93000058926

Dear Sir or Madam:


Enclosed for filing please find Articles of Amendment to Articles of Incorporation of Cabana Club Apartments, Inc. and a check in the amount of \$35.00 made payable to the Florida Department of State representing the costs for the filing fee.

Please return all correspondence concerning this matter to:

Michael P. Schwartz, Esq.
Muller & Lebensburger
7385 Galloway Road, Suite 200
Miami, FL 33173

For further information concerning this matter, please call Michael P. Schwartz at (305) 670-6770.

Yours very truly,



MICHAEL P. SCHWARTZ

MPS:ma
Enclosures: as stated
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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
CABANA CLUB APARTMENTS, INC.**

FILED
10 JUN -4 AM 9:14
CLERK OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, Cabana Club Apartments, Inc., a Florida profit corporation (the "Corporation") with Document Number P93000058926, adopts the following amendment to its Articles of Incorporation:

FIRST: Article III of the Articles of Incorporation of the Corporation is hereby amended in its entirety to read as follows:

"ARTICLE III - CAPITAL STOCK

The aggregate number of shares which this corporation shall have authority to issue shall be 1,000 shares of common stock with a par value of \$1.00 per share, divided into two classes, the designation of each such class being as follows:

- A. 100 shares of Class A Common Stock;
- B. 900 shares of Class B Common Stock.

All of said shares (without regard to class) shall have equal preferences, limitations and relative rights, including rights to distribution and liquidation proceeds, except that with respect to all matters coming before the shareholders for a vote of the shareholders (a) holders of Class B Common Stock shall not be entitled to vote, individually or as a class, and (b) a holder of Class A Common Stock shall be entitled to cast one vote per share.

The Board of Directors shall fix the consideration to be received for each share. Such consideration shall consist of any tangible or intangible property or benefit to this corporation, including cash, promissory notes, services performed or written promises to perform services and shall have a value, in the judgment of the directors, equivalent to or greater than the full par value of the shares."

SECOND: Any reclassification of issued shares provided for in this Amendment shall be implemented by agreement of the shareholders.

THIRD: This Amendment was adopted by the shareholders on May 28 2010. The number of votes cast for the Amendment by the shareholders was sufficient for approval.

Dated as of the 28th day of May, 2010.



Albert Sakolsky, Director