

**PA3000066680**

Florida Department of State  
Division of Corporations  
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FLORIDA DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

*12/28/12*

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**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
FUN SPOT OF FLORIDA, INC.**

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Pursuant to the provisions of Section 607.1006, Florida Statutes, this **Florida Profit Corporation** adopts the following amendment(s) to its Articles of Incorporation:

This amendment is submitted to amend the following [check all that apply]:

- ☐ Amending name. The new name of this Corporation is:

(The new name must be distinguishable and contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.," A professional corporation name must contain the word "chartered," "professional association," or the abbreviation "P.A.")

- ☐ Amending principal office or mailing address:

New principal office address [must be a street address]:

\_\_\_\_\_  
(Enter street address)  
\_\_\_\_\_, \_\_\_\_\_  
(City) (State) (Zip Code)

New mailing address [may be a post office box]:

\_\_\_\_\_  
(Enter mailing address)  
\_\_\_\_\_, \_\_\_\_\_  
(City) (State) (Zip Code)

- ☐ Amending registered agent and/or registered office address:

Name of New Registered Agent: \_\_\_\_\_  
(must sign below)

New Registered Office Address:

\_\_\_\_\_  
(Enter Florida street address)  
\_\_\_\_\_, Florida \_\_\_\_\_  
(City) (Zip Code)

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*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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 607, Florida Statutes.*

\_\_\_\_\_  
Signature of New Registered Agent

- ☐ Amending the Officers and/or Directors of record:  
(Enter the name and title of each officer and director being removed, and the name, title and address of each officer or director being added or changed)

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Change
			<input type="checkbox"/> Remove
_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Change
			<input type="checkbox"/> Remove
_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Change
			<input type="checkbox"/> Remove

- ☒ Amending Other Information:  
(Be specific; attach additional sheets if necessary. If an amendment provides for an exchange, reclassification, or cancellation of issued shares, state the provisions for implementing the amendment)

1. Article IV is hereby amended by deleting the provisions of said Article as it presently exists and substituting the following in its place and stead for all purposes:

#### ARTICLE IV – CAPITAL STOCK

A. Authorized Stock. The capital stock authorized, the par value thereof, and the class of such stock shall be as follows:

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<u>Number of Shares Authorized</u>	<u>Par Value</u>	<u>Class of Stock</u>
1,250	\$1.00	Class A Voting Common
123,750	\$1.00	Class B Non-Voting Common

B. Consideration. All or a portion of the capital stock may be issued in payment for real or personal property, services, or any other right or thing having a value, in the judgment of the Board of Directors, at least equivalent to the full value of the stock so to be issued as hereinabove set forth, and when so issued shall become and be fully paid and non-assessable, the same as though paid for in cash; and the directors shall be the sole judges of the value of any property, right or thing acquired in exchange for capital stock, and their judgment of such value shall be conclusive.

C. Voting Rights. The Class A Voting Common Stock shall possess and exercise exclusive voting rights and, at all meetings of the shareholders, each record holder of such Class A Voting Common Stock shall be entitled to one vote for each share held. Shareholders holding Common Stock shall have no cumulative voting rights in any election of directors of the Corporation. Class B Non-Voting Common Stock shall possess no voting rights other than as required by law.

D. No Preemptive Rights. No shareholder of the Corporation shall have the right, upon the sale for cash or otherwise, of any new stock of the Corporation, of the same or any other kind, class or series as that which he already holds, to purchase his pro rata or any other share of such stock at the same price at which it is offered to others or any other price.

E. Right to Increase. Notwithstanding the foregoing, the Corporation shall have the right to increase its capital stock either with or without par value, and to provide in the event of such increase the designations, preferences, voting powers or restrictions, or qualification of voting powers, of such additional stock, in an amendment to the Articles of Incorporation.

2. Article IX is hereby amended by deleting the provisions of said Article as it presently exists and substituting the following in its place and stead for all purposes:

#### ARTICLE IX - BY-LAWS

The Board of Directors of this Corporation shall have the power to make, alter, amend, or repeal the Bylaws for the management of this Corporation, by majority vote. The duties of the officers of this Corporation shall be prescribed in such

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Bylaws. In addition, such Bylaws may include, by unanimous decision of all shareholders, any regulatory or restrictive provisions regarding the sale, transfer or other disposition of any of the outstanding shares of stock of this Corporation by any of its shareholders, or in the event of the death of any of its shareholders.

- ☒ If an amendment provides for an 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)

Immediately upon the effectiveness of these Articles of Amendment, the shares of Common Stock outstanding (whether Class A or Class B) shall be converted into shares of Class A Voting Common Stock and/or Class B Non-Voting Common Stock, as agreed upon by the shareholders.

The Corporation will expeditiously coordinate with its shareholders to arrange for (i) the surrender of the old certificates and (ii) the issuance of new certificates representing the agreed upon voting and/or non-voting shares.

**Adoption of Amendment(s):**

The Amendment(s) was/were adopted by:

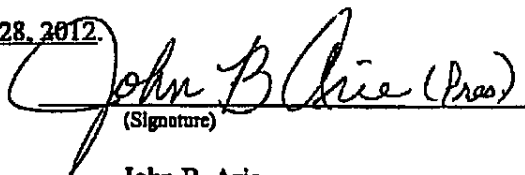
- ☒ the shareholders. The number of votes cast for the amendment by the shareholders was sufficient for approval.
- ☐ the board of directors without shareholder action. Shareholder action was not required.
- ☐ the incorporators without shareholder action. Shareholder action was not required.

The date of adoption for each amendment: December 28, 2012

Effective date if different than the date of filing: \_\_\_\_\_

(Cannot be prior to date of filing or, if delayed, more than 90 days after amendment file date)

Dated: December 28, 2012

  
(Signature)

John B. Aris

(Typed or printed name of person signing)

President

(Title of person signing)