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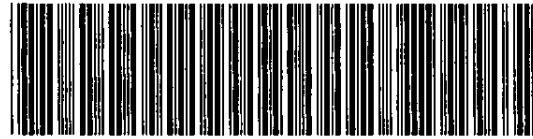
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12 DEC 26 AM 9:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JAN 02 2012
JAN 02 2012
T. ROBERTS

**AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
ARIE (SUNNY ISLES) INC.**

FILED
12 DEC 26 AM 9:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following Articles of Amendment to its' Articles of Incorporation:

FIRST: Amendment (s) adopted:

ARTICLE IV – STOCK

The Capital Structure of the corporation is hereby changed as follows:

The number of shares which the corporation is authorized to have outstanding is ten thousand, all Common, which shall be split into Voting and Non-Voting. There shall be one hundred (100) Voting and ninety-nine hundred (9,900) Non-Voting.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, then, provisions for implementing the amendment, if not contained in the amendment itself, are as follows:

Existing shares shall be exchanged pro-rata for Voting and Non-Voting Common stock being issued.

THIRD: The date of each amendment's adoption is December 21, 2012.

FOURTH: Adoption of Amendment:

This amendment was approved by unanimous vote of the shareholders, which is sufficient for approval of the amendment.

Signed this 21st day of December, 2012.

Signature:

Steven A. Sclarretta, esquire
Counsel as attorney-in-fact for Arie (Sunny Isles) Inc.