

To: The Florida Dept. of State  
Subject: 00020477818

From: Ashley Smith

Wednesday, November 28, 2007 2:29 PM Page: 1 of 4

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Florida Department of State  
Division of Corporations  
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**COR AMND/RESTATE/CORRECT OR O/D RESIGN**

**BAYSHORE PROPERTY CORPORATION**

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**RESTATED ARTICLES OF INCORPORATION**

**OF**

**BAYSHORE PROPERTY CORPORATION**

Bayshore Property Corporation, a corporation organized and existing under and by virtue of the Laws of the State of Florida (the "Corporation"), pursuant to Section 607.1007 of the Florida Business Corporation Act, does hereby certify that the Board of Directors of Bayshore Property Corporation has adopted a resolution setting forth these restated Articles of Incorporation, declaring the restatement advisable and in the Corporation's best interest. The restatement is as follows:

I. The Articles of Incorporation of this Corporation were filed with the Secretary of State of the State of Florida on December 14, 1994 and amended on June 7, 2005.

II. The Restated Articles of Incorporation are as follows:

**ARTICLE 1**

**Name**

The name of this corporation shall be:

**Bayshore Property Corporation**

**ARTICLE 2**

**Principal Office and Mailing Address**

The address of the principal office and the mailing address of this corporation shall be:

**9331 Adamo Drive, Suite 200  
Tampa, FL 33619**

**ARTICLE 3**

**Capital Stock**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares having a par value of one dollar (\$1.00) per share.

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ARTICLE 4

Registered Office and Registered Agent

The registered office of this corporation shall be located at 9331 Adamo Drive, Suite 200, Tampa, FL 33619, and the registered agent of this corporation at such office shall be James W. Lewis, Jr. This corporation shall have the right to change such registered agent and such registered office from time to time, as provided by law.

ARTICLE 5

Board of Directors

The Board of Directors of this corporation shall consist of a number of directors to be fixed from time to time by the stockholders or in accordance with the bylaws. The business and affairs of this corporation shall be managed by the Board of Directors, which may exercise all such powers of this corporation and do all such lawful acts and things as are not by law directed or required to be exercised or done only by the stockholders.

ARTICLE 6

Purposes and Duration

The general purpose for which this corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated under the Business Corporation Act of the State of Florida, and any amendments thereto, and in connection therewith, this corporation shall have and may exercise any and all powers conferred from time to time by law upon corporations formed under such Act. This corporation shall have perpetual existence.

ARTICLE 7

Bylaws

The power to adopt the bylaws of this corporation, to alter, amend or repeal the bylaws, or to adopt new bylaws, shall be vested in the Board of Directors of this corporation.

ARTICLE 8

Amendment of Articles of Incorporation

This corporation reserves the right to amend, alter, change or repeal any provisions

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sions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

ARTICLE 9

Affiliated Transactions

The provisions of Section 607.0901, Florida Statutes, relating to affiliated transactions, shall be inapplicable to this corporation.

III. These Restated Articles of Incorporation were adopted by the Board of Directors of the Corporation on November 28, 2007. These Restated Articles of Incorporation were approved by unanimous written consent of all of the shareholders of the common stock of the Corporation on November 28, 2007. The number of votes cast by holders of the common stock was sufficient for approval.

IV. These Restated Articles of Incorporation shall be effective immediately upon filing with the Secretary of State of the State of Florida.

IN WITNESS WHEREOF, Bayshore Property Corporation has caused these Restated Articles of Incorporation to be signed by the President this 28 day of November, 2007.

BAYSHORE PROPERTY CORPORATION

By: 

James W. Lewis, Jr.  
President

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