



UNITED STATES
CORPORATION
COMPANY

P95000060647

FILED
FEB 23 PM 3:39
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 044585 6519A

AUTHORIZATION :

Patricia Pigute

COST LIMIT : \$ 43.75

ORDER DATE : February 23, 2001

ORDER TIME : 11:44 AM

ORDER NO. : 044585-005

CUSTOMER NO: 6519A

700003757967--2

CUSTOMER: Ellen T. Ali, Legal Assistant
Smith Mackinnon Greeley
P. O. Box 2254

Orlando, FL 32802-2254

Amend

DOMESTIC AMENDMENT FILING

NAME: E.D.I. INVESTMENTS, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Darlene Ward -- EXT# 1135

EXAMINER'S INITIALS:

RECEIVED
01 FEB 23 PM 12:31
DELAWARE STATE
DIVISION OF CORPORATION
TALLAHASSEE, FLORIDA

DR
2/23/01

**FIRST AMENDMENT TO ARTICLES OF INCORPORATION
FOR
E. D. I. INVESTMENTS, INC.**

01 FEB 23 PM 3:39
FILED
SECTION 11, CHAPTER 68, STATUTES
TALLAHASSEE, FLORIDA

Pursuant to Section 607.1001, Florida Statutes (2000), the Articles of Incorporation of the above-named Corporation are amended as follows:

1. The following Article XI is added thereto:

**ARTICLE XI
SINGLE ENTITY ASSET**

The Corporation shall not:


- (A) Engage in any business or activity other than the ownership, operation and maintenance of the Properties currently owned by the Corporation as of the date of this Amendment ("Property"), and activities incidental thereto, including the management of the Property;
- (B) Acquire or own any material asset other than the Property, currently owned by the Corporation as of the date of this Amendment, and such incidental personal property as may be necessary for the operation of the Property;
- (C) Merge into or consolidate with any person or entity or dissolve, terminate or liquidate in whole or in part, transfer or otherwise dispose of all or substantially all of its assets or change its legal structure;
- (D) Fail to preserve its existence as an entity duly organized, validly existing and in good standing under the laws of the State of Florida, or amend, modify, terminate or fail to comply with the provisions of the articles of incorporation;
- (E) Own any subsidiary, or make any investment in, any person or entity;
- (F) Commingle its assets with the assets of any of its shareholders or of any other person or entity;
- (G) Incur any debt, secured or unsecured, direct or contingent (including guaranteeing any obligation), except in the ordinary course of its business of owning and operating the Property;
- (H) Become insolvent and fail to pay its debts and liabilities from its assets as the same shall become due;
- (I) Fail to maintain its records, books of account and bank accounts separate and apart from those of the shareholders and any other person or entity;

- (J) Enter into any contract or agreement with any shareholder, except upon terms and conditions that are intrinsically fair and substantially similar to those that would be available on an arms-length basis with third parties;
- (K) Seek the dissolution or winding up in whole, or in part, of Borrower;
- (L) Fail to correct any known misunderstandings regarding the separate identity of the Corporation;
- (M) Hold itself out to be responsible for the debts of another person;
- (N) Make any loans or advances to any third party, including any shareholder of Borrower, or affiliate thereof;
- (O) Fail to file its own tax returns;
- (P) Agree to, enter into or consummate any transaction which would render Borrower or shareholders, as the case may be, unable to furnish any ERISA certification;
- (Q) Fail either to hold itself out to the public as a legal entity separate and distinct from any other entity or person or to conduct its business solely in its own name in order not (i) to mislead others as to the identity with which such other party is transacting business, or (ii) to suggest that the Corporation is responsible for the debts of any third party (including any shareholder);
- (R) Fail to maintain adequate capital for the normal obligations reasonably foreseeable in a business of its size and character and in light of its contemplated business operations;
- (S) File or consent to the filing of any petition, either voluntary or involuntary, to take advantage of any applicable insolvency, bankruptcy, liquidation or reorganization statute, or make an assignment for the benefit of creditors; or
- (T) Share any common logo with or hold itself out as or be considered as a department or division of (i) any shareholder, or (ii) any other person or entity.

2. Pursuant to Section 607.1003, Florida Statutes (2000), the foregoing amendment was proposed to the Shareholders by the Board of Directors and the number of votes cast for the amendment by the shareholders was sufficient for approval. Said amendment to the Articles of Incorporation being adopted by the Shareholders and the Board of Directors at a meeting held on the 22nd day of February, 2001.


ACCORDINGLY, I have executed this First Amendment to Articles of Incorporation on the 22nd day of February, 2001.

E. D. I. INVESTMENTS, INC., a Florida Corporation

By: 
Mohammed Diab
As Its: Vice President

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 22nd day of February, 2001, by **Mohammed Diab, as Vice President of E. D. I. Investments, Inc., a Florida Corporation**, and who is ☒ personally known to me or ☐ produced the following identification: _____, and who did not take an oath.



Notary Public

Alexander C. Mackinnon

Printed Name

My Commission Expires

Serial Number

