

P97000036362

Gardner

(Requestor's Name)

(Address)

(Address)

385-0070

(City/State/Zip/Phone #)



PICK-UP



WAIT



MAIL

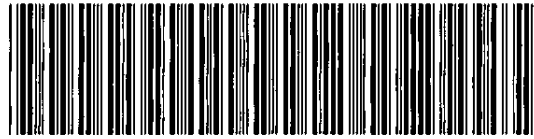
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



400156500434

ArmenQ

05/28/09--01015--008 **35.00

RECEIVED
09 MAY 28 PM 1:43
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
2009 MAY 28 PM 3:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ASR
5/28/09

GARDNER, BIST, WIENER, WADSWORTH & BOWDEN, P.A.

ATTORNEYS AT LAW

1300 THOMASWOOD DRIVE

TALLAHASSEE, FLORIDA 32308

MICHAEL P. BIST
GARVIN B. BOWDEN
BENJAMIN B. BUSH
ERIN W. DUNCAN
CHARLES R. GARDNER
AMANDA L. HALL
MURRAY M. WADSWORTH, JR.
BRUCE I. WIENER*

TELEPHONE:
(850) 385-0070

FACSIMILE:
(850) 422-3173

OF COUNSEL:
MURRAY M. WADSWORTH

*BOARD CERTIFIED REAL ESTATE LAWYER

May 28, 2009

Division of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

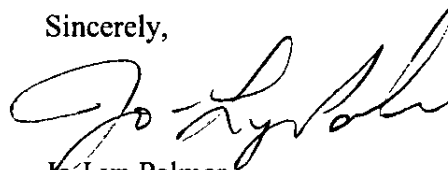
SUBJECT: Omega Management Corporation

Dear Sir or Madam:

Enclosed are an original and one copy of the Articles of Amendment to Amended and Restated Articles of Incorporation of Omega Management Corporation, with a check in the amount of \$35.00 for the filing fee.

If you have any questions, please contact me.

Sincerely,



Jo-Lyn Palmer
Paralegal to
Bruce I. Wiener

Articles of Amendment
to
Amended and Restated
Articles of Incorporation
of
Omega Management Corporation

FILED
2009 MAY 28 PM 3:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Document Number P97000036362

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

Article VI. Certain Prohibited Activities is hereby amended to read as follows:

Notwithstanding any provision hereof to the contrary, if any indebtedness of the corporation to Premier Bank or its successors or assigns is outstanding (such indebtedness, the "First Mortgage") the corporation shall not: (1) incur, assume or guarantee any indebtedness other than (a) the First Mortgage; and (b) liabilities in the ordinary course of business relating to the ownership and operation of the Property not more than 60 days past due; (2) dissolve or liquidate, or consolidate or merge with or into any other entity or person or convey or transfer its properties substantially as an entirety to any entity or person; (3) voluntarily commence a case with respect to itself, as debtor, under the Federal Bankruptcy Code or any similar federal or state statute without the unanimous consent of the Board of Directors; or (4) amend this certificate of incorporation without first obtaining approval of Premier Bank or its successors or assigns.

If the First Mortgage is outstanding, the shares of capital stock of the corporation shall not be transferred, assigned, pledged or otherwise disposed of or encumbered except as expressly provided for in the documents evidencing the First Mortgage. A legend to such effect shall be placed on each certificate evidencing such shares.


The date of this amendment adoption is May 28, 2009.

The amendment was adopted by unanimous vote of the Board of Directors, which was sufficient for approval; shareholder action was not required for this amendment.

The effective date of this Amendment is the date of filing with the Secretary of State.

Signed this 28th day of May, 2009.

Signature:



Cornelius D. Jones, Jr.
President/Director