

P97000039726

Law Office of Sean Bogle, P.A.  
Post Office Box 151358  
Altamonte Springs, FL 32715

(City/State/Zip/Phone #)

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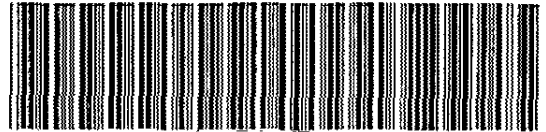
(Business Entity Name)

(Document Number)

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CLERK OF DISTRICT COURT  
TALLAHASSEE, FLORIDA

04 JAN 20 PM 2:00

FILED

*Amended Rest.*  
*97-39726*



RECEIVED DEC 15 2003

FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

December 1, 2003

SEAN BOGLE, ESQ.  
P O BOX 151358  
ALTAMONTE SPRINGS, FL 32715

SUBJECT: WINTER PARK SALES & LEASING, INC.  
Ref. Number: P97000039726

We have received your document for WINTER PARK SALES & LEASING, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please correct the Florida Statute to 607.1006.

The amendment must be adopted in one of the following manners:

**(1) If an amendment was approved by the shareholders, one of the following statements must be contained in the document.**

(a) A statement that the number of votes cast for the amendment by the shareholders was sufficient for approval, -or-

(b) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

**(2) If an amendment was adopted by the incorporators or board of directors without shareholder action.**

(a) A statement that the amendment was adopted by either the incorporators or board of directors and that shareholder action was not required.

The date of adoption of each amendment must be included in the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6957.

Pamela Smith  
Document Specialist

Letter Number: 103A00064403

RECEIVED  
03 DEC 16 AM 8:14  
DIVISION OF CORPORATIONS

## **The Law Office of Sean F. Bogle, P.A.**

P.O. Box 151358, Altamonte Springs, FL 32715-1358  
706 Turnbull Avenue, Suite 203, Altamonte Springs, FL 32701  
Phone: 407-834-3311 Fax: 407-834-3302

Sean F. Bogle, MBA, J.D. \*  
\* Also Admitted in the District of Columbia

Catherine M. Ouffan, Paralegal  
Jodi L. Outlan, Legal Assistant  
Michele Davis, Legal Assistant

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December 11, 2003

Florida Dept. of State  
Division of Corporations  
Attn.: Pamela Smith  
P.O. Box 6327  
Tallahassee, FL 32314

Re: Winter Park Sales and Leasing, Inc.  
Ref. Number: P97000039726

Dear Ms. Smith:

Enclosed please find the Articles of Amendment of Articles of Incorporation of Winter Park Sales & Leasing, Inc., Acceptance and the Corporate Resolution per your request in your letter dated December 1, 2003.

Thank you for your assistance.

Sincerely,

  
Jodi Outlan

AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
WINTER PARK SALES & LEASING, INC.

FILED

04 JAN 20 PM 2:00

CLERK OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of amending and restating the Articles of Incorporation forming a corporation under the Florida Business Corporation Act, F.S. Chapter 607.1006, et.seq. hereby make, acknowledge, and file the following Articles of Amendment of Articles of Incorporation of Winter Park Sales & Leasing, Inc.

ARTICLE I --- NAME

The name of the Corporation shall remain WINTER PARK SALES & LEASING, INC. (hereinafter "Company").

ARTICLE II --- PRINCIPAL OFFICE

The mailing address and street address of the principal office of the Company shall be 1760 Mohawk Trail, Maitland, FL 32751.

ARTICLE III --- DURATION

The Company shall continue its existence from the date the original Articles of Incorporation filed with the Florida Department of State. The company's existence shall remain perpetual unless the company is earlier dissolved as provided in these Amended and Restated Articles of Incorporation.

ARTICLE IV --- REGISTERED OFFICE AND AGENT

The name of the Registered Agent of the Company in the State of Florida shall be Sean Bogle, Esq., and the street address of the Registered Agent's office is 706 Turnbull Avenue, Suite 203, Altamonte Springs, FL 32701.

ARTICLE V --- SHARES OF STOCK

The number of shares of stock that this corporation is authorized to have outstanding at one time is: 1,000 Shares.

#### ARTICLE VI -- ADMISSION OF NEW SHAREHOLDERS

No additional shareholders shall be admitted to the Company except with the unanimous written consent of all the shareholders of the Company and on such terms and conditions as shall be determined by all the shareholders. A shareholder may transfer his or her interest in the company as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a shareholder unless all the other shareholders of the Company other than the shareholder proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

#### ARTICLE VII -- MANAGEMENT

The Company shall be managed by the shareholders. There will be no Board of Directors and the shareholders will run the company. The only shareholder at this time is Sean Dunn, 1760 Mohawk Trail, Maitland, FL 32751, and the company shall be run in accordance with regulations adopted by the shareholders for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Incorporation. The names, addresses and proportionate interest of the shareholders of the company are:

Sean Dunn  
1760 Mohawk Trail  
Maitland, FL 32751

[One Hundred (100%) Percent Interest]

#### ARTICLE VIII --- OFFICERS

The President of the of the corporation shall be:

Sean Dunn  
1760 Mohawk Trail  
Maitland, FL 32751.

The Secretary of the of the corporation shall be:

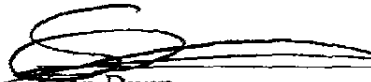
Laura Dunn  
1760 Mohawk Trail  
Maitland, FL 32751.

#### ARTICLE IX --- SHAREHOLDERS

The number of votes cast for the amendment by the shareholders is sufficient for approval and adoption of the Amendment of the Articles of Incorporation.


This Amendment is adopted by the shareholders this 11th day of DEC., 2003.

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Amendment of Articles of Incorporation at SEMINOLE County, State of FLORIDA, on this 11th day of DEC., 2003.

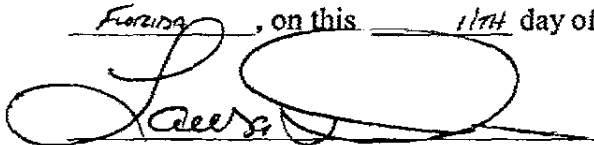
  
Sean Dunn



STATE OF Florida  
COUNTY OF Seminole  
Sworn to and subscribed before me this 11 day of December 2003, by  
Sean Dunn who acknowledged this document as the Articles of Amendment of Articles of Incorporation and signed it willingly.


  
Notary Public - State of Florida  
Print Name:  
Personally Known ☒ OR Produced Identification \_\_\_\_\_  
Type of Identification Produced ..... (Seal)

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Amendment of Articles of Incorporation at SEMINOLE County, State of Florida, on this 11th day of DEC., 2003.

  
Laura Dunn



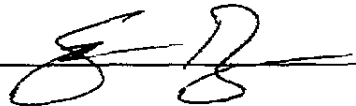
STATE OF Florida  
COUNTY OF Seminole  
Sworn to and subscribed before me this 11 day of December 2003, by  
Sean Dunn who acknowledged this document as the Articles of Amendment of Articles of Incorporation and signed it willingly.

  
Notary Public - State of Florida  
Print Name:  
Personally Known ☒ OR Produced Identification \_\_\_\_\_  
Type of Identification Produced ..... (Seal)

### ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Amendment of Articles of Incorporation of Winter Park Sales & Leasing, Inc., as the Registered Agent of this Corporation, hereby consents to accept service of process for the above stated Company at the place designated in the Articles of Amendment of Articles of Incorporation, and accepts the appointment as Registered Agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of Registered Agent.

Dated this 11<sup>th</sup> day of DEC. 2003.



Sean F. Bogle, Esq.  
Florida Bar No. 0106313  
Law Offices of Sean F. Bogle, P.A.  
706 Turnbull Avenue  
Suite 203  
Altamonte Springs, FL 32701  
407-834-3311  
Registered Agent for  
Winter Park Sales & Leasing, Inc.

**WINTER PARK SALES & LEASING, INC.**

**CORPORATE RESOLUTION**


**BE IT RESOLVED** by the undersigned President of **WINTER PARK SALES & LEASING, INC.**, in the absence of any Board of Directors and the shareholders having full authority to run the corporation, the number of votes cast for the amendment by the shareholders being sufficient for approval, that the corporation, after full consideration of a change in the Officers of the Corporation, does hereby resolve and give the corporation full authority to act in a manner consistent with this resolution to affect such change as follows:

The outgoing officers of the Corporation Sean Dunn, 1760 Mohawk Trail, Maitland, Florida 32751, and Frederick Mathews, 616 Intercoastal Drive, Ft. Lauderdale 33304, shall be relieved of their respective duties from this date forward. The new officers of the Corporation shall be Sean Dunn, 1760 Mohawk Trail, Maitland, Florida 32751 and Laura Dunn, 1760 Mohawk Trail, Maitland, Florida 32751 in accordance with the Articles of Amendment of Articles of Incorporation.

**BE IT RESOLVED** by the President of **WINTER PARK SALES & LEASING, INC.**, that the appropriate officers of the corporation are authorized and directed to execute and deliver such instruments and documents and to take such other action as may be necessary or desirable to carry out the purpose and intent of this resolution.

Dated this 11TH day of DEC., 2003.

**WINTER PARK SALES & LEASING, INC.**

By:   
Name: Sean Dunn  
Title: President