

# P97000065520

Sumstat Research

Requestor's Name

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Phone #

Office Use Only

**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. AVAQ Mooney, Inc  
(Corporation Name) (Document #)

2. \_\_\_\_\_  
(Corporation Name) (Document #)

3. \_\_\_\_\_  
(Corporation Name) (Document #)

4. \_\_\_\_\_  
(Corporation Name) (Document #)

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-01/06/98-01051-019  
\*\*\*\*175.00 \*\*\*\*87.50

☒ Walk in

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☐ Pick up time

☐ Will wait

☐ Photocopy

☒ Certified Copy

☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

98 JAN -6 PM 3:55

**FILED**

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

98 JAN -6 AM 11:42

**RECEIVED**

1/7  
Amend

OK per S.P.

Examiner's Initials

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF

**AVAQ MOONEY, INC.**

**FILED**  
98 JAN -6 PM 3:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

We, the undersigned, being of legal age and natural persons, do hereby subscribe to, acknowledge and file the following Amendment to the Articles of Incorporation for AVAQ Mooney, Inc. a corporation created under the laws of the State of Florida.

1. The name of the corporation is AVAQ Mooney, Inc.
2. The Articles of Incorporation of the Corporation is amended by deleting Article IV, and substituting in its place the following:

**ARTICLE IV.**

The aggregate number of shares of all classes which the Corporation shall have the authority to issue is one million five hundred thousand (1,500,000) shares, consisting of (i) one million (1,000,000) shares of Common Stock, without nominal or par value ("Common Stock"), and (ii) five hundred thousand (500,000) shares of shares of Preferred Stock, without nominal or par value ("Preferred Stock").

**A. Common Stock.**

1. The Corporation's Common Stock shall not have cumulative voting or preemptive rights and shall be entitled to one vote for each share in the election of directors and on any other matter presented to the shareholders.
2. The Corporation has heretofore been authorized to issue only 1,000 shares of common stock, par value \$1.00 per share ("Old Common Stock") of which 100 shares of common stock are issued and outstanding. All of such shares of

issued and outstanding Old Common Stock shall be converted into four hundred ninety two thousand (492,000) shares of Common Stock on the basis of 492 shares of Common Stock for each share of Old Common Stock. The present holders of the Old Common Stock shall return the certificates representing the shares of Old Common Stock to the Corporation for cancellation and shall be issued in exchange a new certificate representing the number of shares of Common Stock into which the shares of Old Common Stock are converted. Until so returned, each certificate which prior to the conversion represented shares of Old Common Stock shall be deemed, for all purposes to evidence the number of shares of Common Stock into which such shares of Old Common Stock have been converted.

**B. Preferred Stock.**

1. The Corporation's Preferred Stock shall be with such par or nominal value as may be established by the Board of Directors in accordance with this Article IV, Section B. The Board of Directors of the Corporation shall have the authority to divide the Preferred Stock into classes or series, or both. Each series of shares of Preferred Stock so issued shall, subject to paragraph 2 and 3 below, have such rights and obligations as to dividends, redemption by the Corporation, and such other rights, preferences, powers, obligations, qualifications, limitations and restrictions as may be established by the Corporation's Board of Directors with respect to such series, as set forth in a certified resolution duly filed with the Secretary of State of Florida.

2. Upon dissolution, whether voluntary or involuntary, the holders of shares of Preferred Stock shall first be entitled to receive, out of the net assets of the Corporation, any amount set forth in the Board of Director's resolution authorizing the series of Preferred Stock of which such shares are a part, plus unpaid accumulated dividends, if any, without interest. All of the assets, if any, thereafter remaining shall be distributed among the holders of the Common Stock. The consolidation or merger of the Corporation at any time, or from time to time, with any other corporation or corporations, or a sale of substantially all of the assets of the Corporation, shall not be construed as a dissolution, liquidation, or winding up of the Corporation within the meaning hereof.

3. The Board of Directors of the Corporation, in its discretion, may declare and pay dividends on the Common Stock concurrently with dividends on

the Preferred Stock for any dividend period of any fiscal year when such dividends are applicable to the Common Stock.

C. Shareholder Voting.

1. Except as otherwise expressly provided in an Amendment of these Articles of Incorporation or as otherwise provided by the laws of the State of Florida, the holders of the Common Stock and Preferred Stock shall each have one vote per share for all voting purposes.

2. The holders of the Preferred Stock shall have the right to elect at least one member of the Board of Directors of the Corporation.

3. This Amendment was recommended by the Board of Directors to the holders of the Corporation's Common Stock, in a corporate action of even date herewith.


4. This Amendment was approved by holders of a majority of the Common Stock of the Corporation in a corporate action of even date herewith, which is the only group entitled to vote on the Amendment, and the number of votes cast for the Amendment was sufficient for approval.

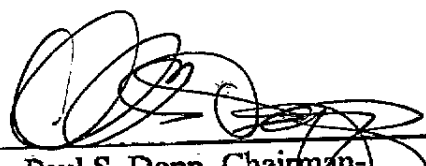
IN WITNESS WHEREOF, AVAQ Mooney, Inc. has caused this Articles of Amendment to be executed on this 31st day of December 1997.

(Corporate Seal)

AVAQ MOONEY, INC.

Attest:

  
Christian E. Dopp,  
President/Secretary

By:   
Paul S. Dopp, Chairman-  
Chief Executive Officer