

P9700009605Z



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 641040 81505A

AUTHORIZATION :

Patricia Pijuta

COST LIMIT : \$ 35.00

ORDER DATE : December 18, 1997

ORDER TIME : 11:10 AM

ORDER NO. : 641040-005

CUSTOMER NO: 81505A

CUSTOMER: Ms. Brenda L. Burgess
Linsky & Reiber
Suite 200
601 East Twigg Street
Tampa, FL 33602

1000003376471--4

FILED
97 DEC 18 PM 3:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOMESTIC AMENDMENT FILING

NAME: HARBORVIEW INVESTMENTS, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Glisar

EXAMINER'S INITIALS:

AM
12/18

RECEIVED
97 DEC 18 PM 12:19
DIVISION OF CORPORATION

FILED
97 DEC 18 PM 3:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The name of the corporation is HARBORVIEW INVESTMENTS, INC.

A. ARTICLE III

PURPOSE

B. ARTICLE XI

MISCELLANEOUS POWERS

1. A unanimous vote of the Board of Directors, is required to take on its own behalf any of the following actions:

- (a) causing the Corporation to become insolvent;
- (b) commencing any case, proceeding or other action on behalf of the Corporation under any existing or future law of any jurisdiction relating to the bankruptcy, insolvency, reorganization or relief of debtors;
- (c) instituting proceedings to have the Corporation adjudicated as bankruptcy or insolvent;

- (d) consenting to the institution of bankruptcy or insolvency proceedings against the corporation;
- (e) filing a petition or consent to a petition seeking reorganization, arrangement, adjustment, winding-up, dissolution, composition, liquidation or other relief on behalf of the Corporation of its debts under any federal or state law relating to bankruptcy;
- (f) seeking or consenting to the appointment of a receiver, liquidator, assignee, trustee, sequestrator, custodian or any similar official for the Corporation or a substantial portion of the properties of the Corporation;
- (g) making any assignment for the benefit of the Corporation's creditors; or
- (h) taking any action to take any action in furtherance of any of the foregoing;

2. For so long as that certain loan between Holliday Fenoglio, L. P. and the Corporation (the "Loan") is outstanding, the Corporation shall not:

- (a) amend the Articles of Incorporation;
- (b) engage in any business activity other than as set forth in Article III.
- (c) dissolve, liquidate, consolidate, merge, or sell all or substantially all of the Corporation's assets;

3. The Corporation shall:

- (a) not commingle its assets with those of any other entity and hold its assets in its own name;
- (b) conduct its own business in its own name;
- (c) maintain bank accounts, books, records, accounts and financial statements separate from any other entity;
- (d) maintain its books, records, resolutions and agreements as official records and separate from any other entity;
- (e) pay its own liabilities out of its own funds;
- (f) maintain adequate capital in light of the contemplated business operations;
- (g) observe all corporate or other organizations formalities;
- (h) maintain an arm's length relationship with its affiliates;

- (i) pay the salaries of its own employees and maintain a sufficient number of employees in light of contemplated business operations;
- (j) not guarantee or become obligated for the debts of any other entity or hold out its credit as being available to satisfy the obligations of others;
- (k) not acquire obligations or securities of affiliates of shareholders;
- (l) not make loans to any other person or entity;
- (m) allocate fairly and reasonably any overhead for shared office space;
- (n) use separate stationery, invoices, and checks;
- (o) not pledge its assets for the benefit of any other entity;
- (p) hold itself out as a separate entity and correct any known misunderstanding regarding its separate identity; and
- (q) not identify itself or any of its affiliates as a division or part of the other.

The Board of Directors is to consider the interests of the Corporation's creditors in connection with the corporation actions.

I CERTIFY that I am the President/Secretary, Treasurer and the sole Director and Shareholder of the corporation.

IN WITNESS WHEREOF, I have set my hand and seal this 17 day of December, 1997.

HARBORVIEW INVESTMENT, INC.

By: [Signature]

Its: Pres

BEFORE ME PERSONALLY APPEARED Dan Gessner as President/Secretary, Treasurer and Director of Harborview Investment, Inc., this 17 day of December, 1997.

Brenda Burgess
NOTARY PUBLIC

Print Name

- ☒ Personally Known
 - ☐ Produced Identification
- Type of Identification

