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SHARON GORDON-GIRVIN

Requestor's Name

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

1. SUPERIOR RESIDENCES, INC
(Corporation Name) (Document #)

2. (Corporation Name) (Document #)

3. (Corporation Name) (Document #)

4. (Corporation Name) (Document #)

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NEW FILINGS	
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☐	NonProfit
☐	Limited Liability
☐	Domestication
☐	Other

AMENDMENTS	
☐	Amendment
☐	Resignation of R.A., Officer/ Director
☐	Change of Registered Agent
☐	Dissolution/Withdrawal
☐	Merger

OTHER FILINGS	
☐	Annual Report
☐	NAME RESERVATION

REGISTRATION/ QUALIFICATION	
☐	Foreign
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Examiner's Initials

JA 8/28

ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION
OF
SUPERIOR RESIDENCES, INC.
(Prior to the Issuance of Shares)

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TALLAHASSEE, FLORIDA

Pursuant to Sections 607.1005 and 607.1006 of the Florida Statutes, SUPERIOR RESIDENCES, INC., a corporation organized and existing under and by virtue of the laws of the State of Florida (the "Corporation"), does hereby certify:

1. **Name.** The name of the Corporation is **Superior Residences, Inc.**
2. **Amendments Adopted.** The amendments adopted prior to the issuance of shares provide for (i) an increase in the amount of authorized common stock, (ii) the addition of preferred stock, and (iii) the deletion of Articles XI and XII.

Text of Amendments.

(a) Article V is hereby amended by deleting such Article V and substituting the following new Article V which reads as follows:

The total number of shares of capital stock which the Corporation shall have authority to issue is 1,500,000 shares, consisting of (i) 1,000,000 shares of common stock with a par value of one tenth of one cent (\$0.001) per share ("Common Stock") and (ii) 500,000 shares of preferred stock with a par value of one tenth of one cent (\$0.001) per share ("Preferred Stock"). The Board of Directors is expressly authorized, at any time and from time to time, to fix, by resolution or resolutions, the following provisions for shares of any class or classes of Preferred Stock or any series of any class of Preferred Stock subject to the terms contained in any prior designation of a series of Preferred Stock of the Corporation:

- (1) the designation of such class or series, the number of shares to constitute such class or series which may be increased or decreased (but not below the number of shares of that class or series then outstanding) by resolution of the Board of Directors, and the stated value thereof if different from the par value thereof;
- (2) whether the shares of such class or series shall have voting rights, in addition to any voting rights provided by law, and, if so, the terms of such voting rights;
- (3) the dividends, if any, payable on such class or series, whether any such dividends shall be cumulative, and, if so, from what dates, the conditions and dates upon which such dividends shall be payable, the preference or relation which such dividends

shall bear to the dividends payable on any shares of stock of any other class or any other series of the same class;

(4) whether the shares of such class or series shall be subject to redemption by the Corporation, and, if so, the times, prices and other conditions of such redemption;

(5) the amount or amounts payable upon shares of such series upon, and the rights of the holders of such class or series in, the voluntary or involuntary liquidation, dissolution or winding up, or upon any distribution of the assets, of the Corporation;

(6) whether the shares of such class or series shall be subject to the operation of a retirement or sinking fund and, if so, the extent to and manner in which any such retirement or sinking fund shall be applied to the purchase or redemption of the shares of such class or series for retirement or other corporate purposes and the terms and provisions relative to the operation thereof;

(7) whether the shares of such class or series shall be convertible into, or exchangeable for, shares of stock of any other class or any other series of the same class or any other securities and, if so, the price or prices or the rate or rates of conversion or exchange and the method, if any, of adjusting the same, and any other terms and conditions of conversion or exchange;

(8) the limitations and restrictions, if any, to be effective while any shares of such class or series are outstanding upon the payment of dividends or the making of other distributions on, and upon the purchase, redemption or other acquisition by the Corporation of, the Common Stock or shares of stock of any other class or any other series of the same class;

(9) the conditions or restrictions, if any, upon the creation of indebtedness of the Corporation or upon the issue of any additional stock, including additional shares of such class or series or of any other series of the same class or of any other class;

(10) the ranking (be it pari passu, junior or senior) of each class or series vis-a-vis any other class or series of any class of Preferred Stock as to the payment of dividends, the distribution of assets and all other matters; and

(11) any other powers, preferences and relative, participating, optional and other special rights, and any qualifications, limitations and restrictions thereof, insofar as they are not inconsistent with the provisions of the Articles of Incorporation, to the full extent permitted in accordance with the laws of the State of Florida.

The powers, preferences and relative, participating, optional and other special rights of each class or series of Preferred Stock, and the qualifications, limitations or

restrictions thereof, if any, may differ from those of any and all other series at any time outstanding.

(b) Article XI is amended by deleting such Article XI in its entirety.

(c) Article XII is amended by deleting such Article XII in its entirety.

3. **Adoption of Amendments.** The foregoing amendments were approved by the initial director of the Corporation on August 26, 1998, prior to the issuance of shares, by written consent pursuant to Sections 607.1005 and 607.0821, Florida Statutes.

4. **Effective Date.** The effective date of the amendments herein certified shall be the date of filing these Articles of Amendment to Articles of Incorporation with the Florida Secretary of State.

IN WITNESS WHEREOF, the undersigned initial director of the Corporation has executed these Articles of Amendment to Articles of Incorporation as of the 26th day of August, 1998.


Sharon M. Gordon-Girvin
Initial Director

**ACTION BY WRITTEN CONSENT OF THE
INITIAL DIRECTOR OF
SUPERIOR RESIDENCES, INC.**

August 24, 1998

The undersigned, being the initial director of SUPERIOR RESIDENCES, INC., a Florida corporation (hereafter the "Corporation"), waiving all requirements of notice, does hereby consent in writing to the corporate actions specified below and adopts the following resolutions, in lieu of holding a special meeting and without notice, pursuant to Sections 607.1005, 607.1006, and 607.0821, Florida Statutes.

WHEREAS, the Corporation desires to amend its Articles of Incorporation prior to the issuance of shares to provide for (i) an increase in the amount of authorized common stock, (ii) the addition of preferred stock, and (iii) the deletion of Articles XI and XII.

RESOLVED, the Corporation's Articles of Incorporation shall be amended as shown in the Amendment to Articles of Incorporation of Superior Residences, Inc. attached hereto as Exhibit "A".

IN WITNESS WHEREOF, the undersigned has hereunto set her hand and seal as of the date set forth above.

INITIAL DIRECTOR:


Sharon M. Gordon-Girvin