

P98000073280

Ed Tribble
Florida Information Associates Inc

Requester's Name

P.O. Box 11144

Address

Tallahassee, FL 32302-3144

City/State/Zip

Phone #

(850) 878-0188

FILED
2001 DEC 12 AM 11:11
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

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

1. SUNNY KEYS INC P98000073280
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

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*****35.00 *****35.00

- ☒ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS

- ☐ Profit
☐ Not for Profit
☐ Limited Liability
☐ Domestication
☐ Other

AMENDMENTS

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

OTHER FILINGS

- ☐ Annual Report
☐ Fictitious Name

REGISTRATION/QUALIFICATION

- ☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

C. Coulliette DEC 12 2001

Examiner's Initials

RECEIVED
07 DEC 12 AM 10:29
DIVISION OF STATE
REGISTRATION
TALLAHASSEE, FLORIDA

**AMENDED AND RESTATED
ARTICLES
OF
INCORPORATION
OF
SUNNY KEYS, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of the Corporation is Sunny Keys, Inc. (the "Corporation"). The Corporation's Articles of Incorporation were originally filed with the Secretary of State of Florida on August 21, 1998.
2. Article VIII has been deleted and replaced with Article VIII found in the Restated Articles of Incorporation below.
3. These Amended and Restated Articles of Incorporation were adopted on December 11, 2001.
4. These Amended and Restated Articles of Incorporation were approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.
5. These Amended and Restated Articles of Incorporation are duly executed and adopted, and are being filed in accordance to Section 607.1007 of the Florida Act. These Restated Articles shall supercede the original Articles of Incorporation and all amendments to them.

ARTICLE I

Name

The name of this Corporation is SUNNY KEYS, INC. (hereinafter "the Corporation").

ARTICLE II

Address

The principal office address is:

2665 S. Bayshore Drive, Suite 703
Miami, Florida 33133.

The mailing address is:

2665 S. Bayshore Drive, Suite 703
Miami, Florida 33133.

ARTICLE III

Purpose

The corporation shall be authorized to engage in and transact any and all lawful business within and without the State of Florida or United States for which corporations may be incorporated under Chapter 607, Florida Statutes, as amended and supplemented.

ARTICLE IV

Duration

This corporation shall have a perpetual existence commencing upon filing of the Articles of Incorporation with the Secretary of State.

ARTICLE V

Powers

The corporation shall have all of the powers conferred upon corporations organized pursuant to the provisions of Chapter 607, Florida Statutes, as amended and supplemented.

ARTICLE VI

Capital Stock

This corporation is authorized to issue 1,000 shares of One Dollar (\$1.00) par value common stock.

ARTICLE VII

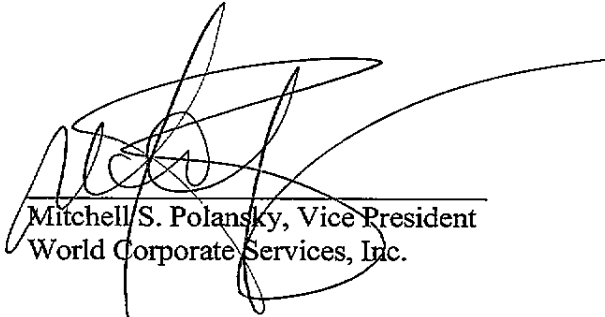
Registered Office and Agent

The street address of the registered office of this corporation and the name of the registered agent of this corporation at that address are:

World Corporate Services, Inc.
2665 South Bayshore Drive, Suite 703
Miami, Florida 33133

I HEREBY ACCEPT this appointment of, and designation as, registered agent for service of process within the State of Florida of the proposed corporation named in the Articles of Incorporation hereinabove set forth and I do hereby further state that I may be found as registered agent for service of process upon said proposed corporation at the address set forth in Article VII of such Articles.

IN WITNESS WHEREOF, as said registered agent, I have caused this Statement to be signed on this December 11, 2001.



Mitchell S. Polansky, Vice President
World Corporate Services, Inc.

ARTICLE VIII

Directors and Officers

The name, address and title of the sole director and officer shall be as follows:

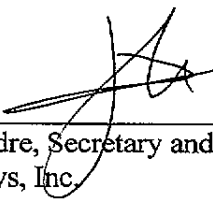
Director

Barbara Hunter
2665 South Bayshore Drive, Suite 703
Miami, Florida 33133

President, Vice President and Secretary

Barbara Hunter
2665 South Bayshore Drive, Suite 703
Miami, Florida 33133

IN WITNESS WHEREOF, I have made and subscribed these Amended and Restated Articles of Incorporation this 11 day of December 2001.

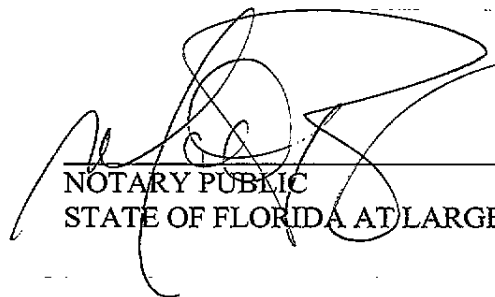


Pascal Andre, Secretary and Director of
Sunny Keys, Inc.

STATE OF FLORIDA)
) SS:
COUNTY OF MIAMI-DADE)

I HEREBY CERTIFY that on this day, before me, personally appeared Pascal andre, who is well known to me to be the person described in and who executed these Amended and Restated Articles of Incorporation of Sunny Keys, Inc., a Florida corporation, as Director and Secretary of Sunny Keys, Inc., and acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.

11 **SWORN TO AND SUBSCRIBED** before me at the County and State last aforesaid this day of December 2001.



NOTARY PUBLIC
STATE OF FLORIDA AT LARGE

My Commission Expires:



W:\CLIENTS\Andre\Corp\Restated and Amended 1.doc

AMENDED AND RESTATED
ARTICLES OF INCORPORATION
SUNNY KEYS, INC.