

BLOCK & TAYLOR

Attorneys at Law

2127 Tenth Avenue
Vero Beach, Florida 32960
Telephone (561) 562-1600

Samuel A. Block
James A. Taylor III

October 12, 1998

Telefax
(561) 562-1740

Secretary of State
Division of Corporations
Corporate Records Bureau
Post Office Box 6327
Tallahassee, FL 32314

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10/14/98 01013-003
*****43.75 *****43.75

Re: P & R WHEELS AND WATERSPORTS OF VERO BEACH, INC.
Charter #: P98000086706

Dear Sir/Madam:

Please find enclosed the original and one copy of an Amendment to the Articles of Incorporation for the above-referenced corporation. Also enclosed is our firm check, in the amount of \$43.75, representing \$35.00 for your filing fee and \$8.75 for a certified copy. Please return a certified copy to this office evidencing your approval of same at your earliest convenience.

Should you have any questions, please do not hesitate to contact this office. Thank you for your courtesy and cooperation in this matter.

Yours truly,

Samuel A. Block
SAMUEL A. BLOCK

SAB/pab
Enclosures

FILED
98 OCT 14 PM 12:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OK
P9800.0086706
3pg
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cert copy
Amend

**AMENDMENT TO ARTICLES OF INCORPORATION
OF
P & R WHEELS AND WATERSPORTS OF VERO BEACH, INC.**

Pursuant to the provisions of §607.1001 and §607.1002, *Florida Statutes*, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation which were filed with the Department of State on October 9, 1998, and said corporation was assigned Charter Number P98000086706:

The following amendment to the Articles of Incorporation was adopted by the Incorporators of the Corporation on October 12, 1998, in the manner prescribed by the Florida General Corporation Act, prior to the issuance of any shares of said corporation.

That Article VIII of the Articles of Incorporation of P & R WHEELS AND WATERSPORTS OF VERO BEACH, INC., be amended to read as follows:

The names and addresses of the officers of this corporation who shall hold office for the first year or until their successors are chosen and have qualified are as follows:

NAME AND ADDRESS

OFFICE

RICHARD GAROZZO
935 12th Street
Vero Beach, FL 32960

President

PAULINE GAROZZO
935 12th Street
Vero Beach, FL 32960

Secretary/Treasurer

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

That Article IX of the Articles of Incorporation of P & R WHEELS AND WATERSPORTS OF VERO BEACH, INC., be amended to read as follows:

The business of the corporation shall be managed and its corporate powers exercised by a Board of Directors of not less than one (1) nor more than three (3) directors, who shall be of full age and at least one shall be a citizen of the United States. The directors need not be stockholders. The names and addresses of each member of the first Board of Directors are as follows:

NAME AND ADDRESS

RICHARD GAROZZO
935 12th Street
Vero Beach, FL 32960

PAULINE GAROZZO
935 12th Street
Vero Beach, FL 32960

Dated: October 12, 1998

Attest:

Samuel A. Block
SAMUEL A. BLOCK, Incorporator

Patti A. Bachman
PATTI A. BACHMAN, Incorporator

(CORPORATE SEAL)

STATE OF FLORIDA

COUNTY OF INDIAN RIVER

Before me personally appeared SAMUEL A. BLOCK and PATTI A. BACHMAN, who are personally known to me and who executed the foregoing instrument as Incorporators of P & R WHEELS AND WATERSPORTS OF VERO BEACH, INC., a Florida corporation, and severally acknowledged to and before me that they executed such instrument as such Incorporators of said corporation, and that the seal affixed to the foregoing instrument is the corporate seal of said corporation and that it was affixed to said instrument by due and regular corporate authority, and that said instrument is the free act and deed of said corporation.

WITNESS my hand and official seal, this 12th day of October, 1998.

[NOTARY SEAL]

Carla A. Lewis
Notary Public, State of Florida

Printed Name of Notary
My Commission Expires:
EXPIRES 5, 2001
Public Underwriters