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Division of Corporations

HOLBROOK AKEL COLD STIEFEL & RAY

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Florida Department of State
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NOV. 28. 2011 11:11AM

HOLBROOK AKEL COLD STIEFEL & RAY

NO. 7844 P. 2/3

**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
PRINCIPLE WOODS, INC.**

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The Articles of Incorporation of PRINCIPLE WOODS, INC. are hereby amended so that Article III shall hereafter read as follows:

Section 1. The maximum number of shares of capital stock that the corporation is authorized to have outstanding at any one time shall be Seven Thousand Five Hundred (7,500) shares of voting common stock having a par value of \$1.00 per share One Hundred (100) shares of non-voting stock having no par value.

Section 2. Common shares shall be issued pursuant to the direction of the Board of Directors, who shall designate said shares as "voting" (in which case, such shares shall have the full range of voting rights under applicable law), or "non-voting" (in which case, such shares shall have no voting rights for any purpose) at the time of issuance. "Voting" and "non-voting" common shares shall be identical in all respects except for the foregoing difference in voting rights. The legend "voting" or "non-voting," as applicable, shall be prominently affixed to the face of all stock certificates issued to holders of common shares.

Section 3. The Shareholders shall have preemptive rights. Cumulative voting shall not be permitted. The Shareholders may by a bylaw provision or written Shareholders Agreement impose such restrictions on the sale, transfer or encumbrance of the stock for this corporation as they may see fit.


The Shareholders and Directors of the Corporation, acting pursuant to Sections 607.0704, 607.0821 and 607.1003, Florida Statutes, have executed and written consent adopting the foregoing amendment.

The voting group entitled to vote on the foregoing amendment is the holder of voting common shares of the corporation. The number of votes cast in favor of the amendment was unanimous in favor of the amendment. The number of votes cast for such amendment by such voting group was sufficient for approval by such voting group. This is the only group entitled to vote on the amendment.

This Amendment was adopted by the directors and shareholders of the corporation at a joint meeting held on January 4th, 2011.

This Amendment shall be effective upon filing with the Florida Secretary of State.

IN WITNESS WHEREOF, these Articles of Amendment have been executed on behalf of the corporation this 4th day of January, 2011.


DAVID C. MINDARDI, President, Director
& Majority Shareholder