

542669

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(Address)

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(City/State/Zip/Phone #)

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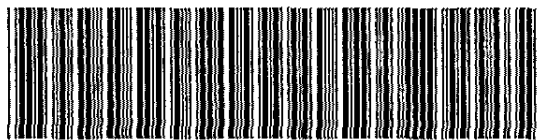
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TALLAHASSEE, FLORIDA

Handwritten signature and date 3/6

WEISBURD, EISEN & POSSENTI, P.A.

SCOTT EISEN
VALERIE POSSENTI
SCOTT WEISBURD

2751 EXECUTIVE PARK DRIVE
SUITE 104
WESTON, FLORIDA
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SUITE 707
MIAMI, FL 33156
TELEPHONE (305) 274-5011
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Please reply to WESTON office

February 6, 2007

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
CLIFTON BUILDING
2661 EXECUTIVE CENTER CIRCLE
TALLAHASSEE, FL 32301

RE: COUNTRY SQUARE SHOPPING CENTER, INC., a Florida corporation

Dear Sir/Madam:

Enclosed please find Articles of Amendment of COUNTRY SQUARE SHOPPING CENTER, INC., together with this law firm's check in the amount of \$35.00, covering filing thereof.

Upon filing of the enclosed, please forward the acknowledgment copy(ies) of same to the attention of the undersigned.

Should you have any questions with regard to the foregoing, or should you require anything further at this time, please do not hesitate to contact me.

Very Truly Yours,



Merlyn Kallicharan
Legal Assistant

Enclosures

VIA UPS NEXT DAY AIR



2/21

FLORIDA DEPARTMENT OF STATE
Division of Corporations

February 14, 2007

MERLYN KALLICHARAN, LEGAL ASSISTANT
WEISBURG, EISEN & POSSENTI, P.A.
2751 EXECUTIVE PARK DR., SUITE 104
WESTON, FL 33331

SUBJECT: COUNTRY SQUARE SHOPPING CENTER, INC.
Ref. Number: S42669

We have received your document for COUNTRY SQUARE SHOPPING CENTER, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Amendments for Florida profit corporations are filed in compliance with section 607.1006, Florida Statutes. Please see the enclosed information.

The date of adoption of each amendment must be included in the document. ✓

The amendment must be adopted in one of the following manners:

(1) If an amendment was approved by the shareholders, one of the following statements must be contained in the document.

(a) A statement that the number of votes cast for the amendment by the shareholders was sufficient for approval, -or- ✓

(b) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

(2) If an amendment was adopted by the incorporators or board of directors without shareholder action.

(a) A statement that the amendment was adopted by either the incorporators or board of directors and that shareholder action was not required.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6880.

Karen Gibson
Document Specialist Supervisor

Letter Number: 307A00011091

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Country Square Shopping Center, Inc.

DOCUMENT NUMBER: S42669

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Merlyn Kallicharan
(Name of Contact Person)

Weisburd, Eisen & Rossenti, P.A.
(Firm/ Company)

2751 Executive Pk. Dr. #104
(Address)

Neston, FL - 33331
(City/ State and Zip Code)

For further information concerning this matter, please call:

Merlyn Kallicharan at (954) 473-0500
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☒ \$35 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☐ \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

☐ \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy
is enclosed)

check was
previously submitted.

Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

FILED
07 MAR -5 AM 11:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT TO
COUNTRY SQUARE SHOPPING CENTER, INC.**

This Amendment to the Articles of Incorporation of Country Square Shopping Center, Inc., has been adopted this 22nd day of January, 2007 by the sole shareholder, to reflect the following:

1. Article number 3, as set forth in the Articles of Incorporation is hereby deleted and replaced with the following:

The purpose of the Corporation shall be solely to acquire, operate and dispose of The real property described in the attached Exhibit "A", commonly known as Silver Pines Shopping Center, in Orlando, Florida (the "Property"). So long as the Corporation is obligated on any indebtedness or obligations of any kind whatsoever to Lender, except upon the express prior written consent of LaSalle Bank, National Association, a national banking association (and its successors and/or assigns, collectively, "Lender"): (i) the foregoing statement or purpose shall not be amended; and (ii) the Corporation shall not hold or acquire, directly or indirectly, any ownership interest (legal or equitable) in any real or personal property other than the Property, or become a shareholder of or member or partner in any entity which acquires or holds any property other than the Property.

2. The Articles of Incorporation are hereby amended to add the following:

Notwithstanding anything to the contrary contained in the Articles of Incorporation, the Corporation and its Officers hereby waive their right to dissolve or terminate (and waive their right to consent to the dissolution or termination of) the Corporation, the Articles of Incorporation, or the By-Laws, and shall not take any action towards that end, so long as Corporation is obligated on any indebtedness or obligations of any kind whatsoever to Lender, except upon the express prior written consent of Lender. Further, the death, retirement, incapacity, insanity, expulsion or resignation, bankruptcy, insolvency, dissolution or other similar proceeding of, or pertaining to, any Officer, or any other event or act causing dissolution of the Corporation pursuant to the Articles of Incorporation or the By-Laws, shall not constitute an event of liquidation, dissolution or termination of the Corporation, the Articles of Incorporation or the By-Laws, except upon the express prior written consent of Lender. Any amendment to this provision of the By-Laws, shall require prior written consent of Lender, provided that such consent shall not be required once the Corporation no longer has any indebtedness or other obligation of any kind whatsoever owing or due Lender. This paragraph/section/article shall cease to be of further force or effect once the Corporation no longer has any indebtedness or other obligation of any kind whatsoever owing or due Lender

IN WITNESS WHEREOF, the undersigned President and Secretary of this Corporation have executed these Articles of Amendment this 22 day of January, 2007.

COUNTRY SQUARE SHOPPING CENTER, INC.,
a Florida corporation

By: _____

ABRAHAM GREENBOIM, Sole Shareholder

Attest:

By: _____

ABRAHAM GREENBOIM, Secretary