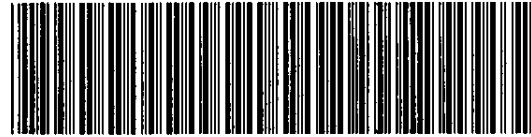


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October 28, 2011

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

Re: Downtown Daytona 2000, Inc.  
Document Number V29221

Dear Sir or Madam:

Enclosed are an original and one copy of the Articles of Amendment of Downtown Daytona 2000, Inc. changing the authorized capital stock of the Corporation.

I would appreciate your filing these documents upon receipt and forwarding one certified copy of the Articles of Amendment to me by U.S. Mail on the date of filing.

I have enclosed a check in the amount of \$43.75 for all costs, including filing fees.

Thank you for your assistance in this matter.

With kindest regards,



Bradford B. Gornito, Esquire  
BBG/jo  
Enclosures

ARTICLES OF AMENDMENT

TO  
ARTICLES OF INCORPORATION  
OF

DOWNTOWN DAYTONA 2000, INC.

FILED  
11 NOV -1 PM 2:17  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Pursuant to Section 607.1006 of the Florida Statutes, Downtown Daytona 2000, Inc., a Florida corporation, does hereby adopt the following amendment to its Articles of Incorporation:

**CHANGE OF CORPORATION'S AUTHORIZED COMMON STOCK**

1. Pursuant to various "Actions By Consent" adopted by the Shareholders and Directors of the Corporation on October 26, 2011, and attached hereto as Exhibits "A" and "B", the authorized common stock of the Corporation shall be changed as provided therein; and Article III of the Articles of Incorporation of Downtown Daytona 2000, Inc. is amended to read as follows:

**ARTICLE III**  
**AUTHORIZED SHARES**

The maximum number of shares of common stock that this corporation is authorized to issue at any given time is one thousand (1,000) shares, consisting of:

- (i) one hundred (100) voting common shares having a par value of \$1.00 per share; and
- (ii) nine hundred (900) nonvoting common shares having a par value of \$1.00 per share,

with the consideration to be paid for each share to be in money, property or services actually performed, as may be fixed by the Board of Directors. Each class of shares shall be identical in all respects, except that the nonvoting shares shall carry no right to vote for the election of directors of the corporation, and no right to vote on any matter presented to the shareholders for their vote or approval except only as the laws of the State of Florida require that voting rights be granted to such nonvoting shares.

**EFFECTIVE DATE**

2. The change of the Corporation's authorized common stock, as provided herein, shall be effective on the filing of these Articles of Amendment with the Florida Department of State.

IN WITNESS WHEREOF, the undersigned corporation has caused these Articles of Amendment to be signed on October 26, 2011

Downtown Daytona 2000, Inc.

By: Hugh D. Upton  
Hugh D. Upton, President

ATTEST:

By: Margaret Sweeney  
Margaret Sweeney, Secretary

"CORPORATE SEAL"

ACKNOWLEDGMENT

STATE OF FLORIDA  
COUNTY OF VOLUSIA

The foregoing instrument was acknowledged before me this 26<sup>th</sup> day of October, 2011, by Hugh D. Upton, as President of Downtown Daytona 2000, Inc. a Florida corporation, on behalf of the corporation, who are personally known to me and who did not take an oath.

Karen E. Britt  
Notary Public

ACKNOWLEDGMENT

STATE OF FLORIDA  
COUNTY OF VOLUSIA

The foregoing instrument was acknowledged before me this 26<sup>th</sup> day of October, 2011, by Margaret Sweeney, as Secretary of Downtown Daytona 2000, Inc. a Florida corporation, on behalf of the corporation, who are personally known to me and who did not take an oath.

Karen E. Britt  
Notary Public

