

K79073

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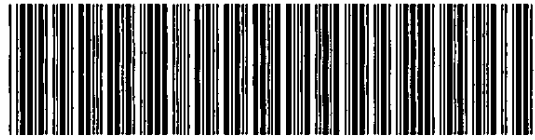
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*Amended and Restated  
Part*

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08 AUG 18 AM 11:42  
TALLAHASSEE, FLORIDA

T. Roberts AUG 20 2008

AUGUST 8, 2008

AMMENDMENT SECTION DIVISION OF CORPORATIONS  
P O BOX 6327  
TALLAHASSEE, FLORIDA 32314

RE: H2AUTO, INC.  
DOCUMENT # K79073

DEAR SIR/MADAME

THE ENCLOSED ARTICLES OF AMMENDMENT AND FEE ARE SUBMITTED  
FOR FILING. PLEASE RETURN ALL CORRESPONDENCE CONCERNING THIS  
MATTER TO THE FOLLOWING:

FROM: JAMES B. KELLY  
704 MEDINA WAY  
SUN CITY CENTER, FLORIDA 33573

ENCLOSED IS A CHECK FOR THE FOLLOWING AMOUNT \$35.00. THANK YOU  
FOR YOUR ASSISTANCE IN THIS MATTER.

VERY TRULY YOURS,



JAMES B. KELLY  
704 MEDINA WAY  
SUN CITY CENTER, FLORIDA 33573  
813-642-9881

**SECOND ARTICLES OF AMENDMENT  
ADOPTING THE RE-STATED & AMENDED ARTICLES OF INCORPORATION  
OF  
H2AUTO, INC.**

The undersigned, for the purpose of rescinding all previous Articles of Incorporation and any Articles of Amendment thereto for H2AUTO, INC., a corporation under the Florida General Corporation Act, and hereby adopts the following Re-stated and Amended Articles of Incorporation.

**ARTICLE I**

**NAME**

The corporate name is H2AUTO, INC.

**ARTICLE II**

**REGISTERED OFFICE**

The name of the Registered Agent is JAMES B. KELLY, who address is 704 Medina Way, Sun City Center, Florida 33573. The street address of the principal place of business/ mailing address of H2AUTO, INC. is 4011 W. Osborne Avenue, Tampa, Florida 33614.

**ARTICLE III**

**PURPOSE**

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporations Act.

**ARTICLE IV**

**CAPITAL STOCK**

The aggregate number of shares which the corporation has

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authority to issue is Seven Thousand Five Hundred (7,500.00), all of which shall be common shares with a par value of One (\$1.00) Dollar. The Board of Directors shall not have the power to authorize or issue stock or classes of stock whether with or without certificates. The shareholders shall have the sole power to authorize and issue stock in the corporation whether with or without certificates. The powers granted in Florida Statute §607.0621 (Florida Statutes 2004) shall be reserved to the shareholders. The Board of Directors shall not have the authority to issue rights, options or warrants for the purchase of shares of the corporation, which such right or power is reserved to the shareholders. The Board of Directors shall not have the power to issue a share dividend, which such right or power is reserved to the shareholders. The corporation shall have no authority to acquire its own shares without shareholder approval.

#### **ARTICLE V**

#### **PREEMPTIVE RIGHTS**

The corporation elects to have preemptive rights in accordance with Florida Statute §607.0630 (Florida Statutes 2004).

#### **ARTICLE VI**

#### **BY-LAW ADOPTION & CHANGES**

The shareholders shall have the sole authority and power to adopt Re-stated and Amended By-Laws, Emergency By-Laws and have the power to adopt any amendments or changes to the By-Laws of the corporation.

**ARTICLE VII**

**DURATION**

The duration of the corporation is perpetual.

**ARTICLE VIII**

**SHAREHOLDER MEETINGS**

Any action required or permitted to be taken at an annual or special meeting of shareholders may not be taken without a duly notice meeting.

**ARTICLE IX**

**DIRECTORS**

The business of the corporation shall be managed by a Board of Directors consisting of a minimum of one (1) director and a maximum of six (6) directors. Names and addresses of the current Directors:

<u>NAME</u>	<u>ADDRESS</u>
JAMES B. KELLY President/Chairman of the Board	704 Medina Way Sun City Center, FL 33573
YVONNE S. KELLY Vice President Secretary Treasurer	704 Medina Way Sun City Center, FL 33573

These Second Articles of Amendment Adopting the Re-Stated and Amended Articles of Incorporation of H2AUTO, INC. were adopted on the 9<sup>th</sup> day of August, 2008, and shall be immediately effective upon filing. These Second Articles of Amendment Adopting the Re-Stated and Amended Articles of Incorporation of H2AUTO, INC., were approved by all shareholders and directors of the

corporation.

Signed this 9<sup>th</sup> day of August, 2008.

*James B. Kelly*

JAMES B. KELLY  
Chairman of the Board  
President

*Yvonne S. Kelly*

YVONNE S. KELLY  
Vice President  
Secretary  
Treasurer

**SHAREHOLDER'S WRITTEN CONSENT TO ACTION**

**H2AUTO, INC.**

The undersigned, being all of the shareholders of H2AUTO, INC., hereby consent to the adoption of the following resolution:


Resolved, that the following are elected as Directors of the Corporation, each to serve until the successor is elected and qualified.

Director: JAMES B. KELLY  
Director: YVONNE S. KELLY

The shareholders execute this consent to the foregoing in accordance with F.S. 607.0704 in lieu of holding a meeting (annual or otherwise) of the shareholders of the Corporation, to have the force and effect as the unanimous vote of the shareholders. The Secretary of the Corporation is hereby instructed to file this Consent as a part of the corporate record.

Dated this 9<sup>th</sup> day of August, 2008.

  
\_\_\_\_\_  
JAMES B. KELLY, SHAREHOLDER

  
\_\_\_\_\_  
YVONNE S. KELLY, SHAREHOLDER