

P13000043273

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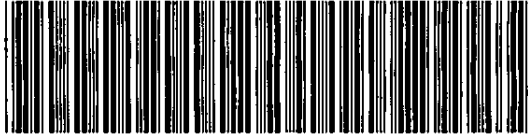
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SECRETARY

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Karters Holding Corp

DOCUMENT NUMBER: P13000043273

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

Please return all correspondence concerning this matter to the following:

Rafael Fabian
Name of Contact Person
Rafael Fabian, P.A.
Firm/ Company
10631 N Kendall Drive Suite 145
Address
Miami, FL 33176
City/ State and Zip Code

rafael@fabianpa.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Rafael Fabian at (305) 856-6700
Name of Contact Person Area Code & Daytime Telephone Number

Enclosed is a check for the following amount made payable to the Florida Department of State:

- \$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)

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

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
KARTERS HOLDING, CORP
UNDER DOCUMENT NUMBER P13000043273

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Amendment to the Articles of Incorporation for the purpose of adopting the following amendments to the Articles of Incorporation originally filed May 15, 2013.

ARTICLE I
NAME

The name of the corporation shall remain the same, KARTERS HOLDING CORP. For convenience, the Corporation shall be referred to in this instrument as the "Corporation".

ARTICLE II
PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS.

- A. The principal place of business and mailing address of the Corporation shall be amended to: **95 Merrick Way, Suite 250, Coral Gables, FL 33134** or at such place later designated by the incorporators herein by filing an amendment to the Articles of Incorporation.
- B. The mailing address of the Corporation shall be amended to: **95 Merrick Way, Suite 250, Coral Gables, FL 33134.**

ARTICLE III
PURPOSE OF THE CORPORATION

The purpose of the Corporation shall remain unchanged, to wit: For any and all lawful business.

ARTICLE IV
COMMON SHARES

The maximum number of shares this Corporation shall remain unchanged, to wit: The Corporation is only authorized to issue is 100 shares, all of which shall be Common Shares.

ARTICLE V
REGISTERED AGENT AND REGISTERED AGENT ADDRESS

The registered agent shall be amended so that the new REGISTERED AGENT shall

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CORPORATION DIVISION
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Rafael Fabian, P.A.
10631 N Kendall Drive, Suite 145
Miami, Florida 33176

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN
ARTICLES OF INCORPORATION**

The Rafael Fabian, P.A. having a business office in the State of Florida as described in this Article of the Articles of Amendment, and having been designated as the Registered Agent in the above and foregoing Articles of Amendment to the Articles of Incorporation, is familiar with and accepts the obligations of the position of Registered Agent under the applicable provisions of the Florida Statutes.


By: Rafael Fabian, Esq.

**ARTICLE VI
INCORPORATOR**

The name and address of the incorporator of the Corporation shall remain unchanged.

**ARTICLE VII
OFFICERS**

The operations of the Corporation shall be administered by the officers designated by the election held pursuant to the By-laws. The officers herein have been elected by the Board of Directors of the Corporation at its first meeting to create the Corporation described herein, and have duly elected the Officers described below, and have voted to remove the Officers listed accordingly.

President (unchanged):	Orlando Munoz 9600 NW 38 Street Ste 302 Doral, FL, 33178
Vice-President (REMOVE):	Winningham Advisor, Inc. c/o 9600 NW 38 Street Ste 302 Doral, FL 33178
New Vice-President:	Isidro Canela A. 9600 NW 38 Street Ste 302 Doral, FL, 33178

Secretary (REMOVE):

~~Tropical Paradise Universal Corp
e/o 9600 NW 38 Street
Ste 302
Doral, FL, 33178~~

New Secretary:

Silvia M. Barrera
95 Merrick Way
Suite 250
Coral Gables, FL 33134

ARTICLE VIII
BOARD OF DIRECTORS

The property, business and affairs of the Corporation shall be managed by a Board of Directors consisting of the number of Directors determined by the By-Laws, but which shall consist of not less than Two (2) directors.

ARTICLE IX
AMENDMENT

- A. This Amendment shall be adopted simultaneous to the execution of this document.
- B. The Amendments was adopted by the shareholders. The number of votes cast for the amendments by the shareholders was sufficient for approval.

STATE OF FLORIDA)

COUNTY OF MIAMI-DADE)

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this January ____, 2014.



Silvia M. Barrera, as Secretary

Instrument Prepared by:
Rafael Fabian, Esq.
Rafael Fabian, P.A.
10630 N Kendall Drive
Suite 145
Miami, Florida 33176
(305)856-6700
fax(305)856-6909
email: rafael@fabianpa.com