

P14000037487

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

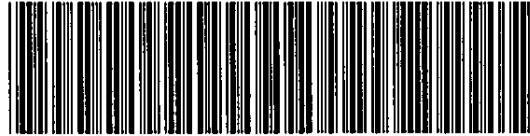
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



800276829318

09/14/15--01023--023 **35.00

FILED
15 SEP 14 PM 12:35

SEP 17 2015
C McNAIR

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: MIROS CONSULTING, INC.

DOCUMENT NUMBER: P14000037487

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

Please return all correspondence concerning this matter to the following:

ILARIA M. LEGNARO AKL, ESQ.

Name of Contact Person

LEGNARO AKL LAW FIRM

Firm/ Company

4000 PONCE DE LEON BLVD. SUITE 470

Address

CORAL GABLES, FLORIDA 33146

City/ State and Zip Code

ILARIA@LEGNAROAKL.COM

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

ILARIA M. LEGNARO AKL, ESQ.

at (305)

302-2584

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

FILED
15 SEP 14 PM 12:35

Articles of Amendment
to
Articles of Incorporation
of

MIROS CONSULTING, INC.

(Name of Corporation as currently filed with the Florida Dept. of State)

P14000037487

(Document Number of Corporation (if known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

N/A

The new name must be distinguishable and contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.," or the designation "Corp.," "Inc.," or "Co.". A professional corporation name must contain the word "chartered," "professional association," or the abbreviation "P.A."

B. Enter new principal office address, if applicable:

N/A

(Principal office address **MUST BE A STREET ADDRESS**)

C. Enter new mailing address, if applicable:

N/A

(Mailing address **MAY BE A POST OFFICE BOX**)

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent N/A

(Florida street address)

New Registered Office Address: N/A, Florida
(City) (Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Signature of New Registered Agent, if changing

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

Please note the officer/director title by the first letter of the office title:

P = President; V= Vice President; T= Treasurer; S= Secretary; D= Director; TR= Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change, Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example:

X Change PT John Doe

X Remove V Mike Jones

X Add SV Sally Smith

Type of Action (Check One)	Title	Name	Address
1) <u>X</u> Change	<u>P CIO</u>	<u>MILKO PAPADIA</u>	<u>1500 WESTON RD.</u>
<u> </u> Add			<u>SUITE 200-22</u>
<u> </u> Remove			<u>WESTON, FL 33326</u>
2) <u> </u> Change	<u>T CEO</u>	<u>SIMONE MARAVALLE</u>	<u>1500 WESTON RD.</u>
<u>X</u> Add			<u>SUITE 200-22</u>
<u> </u> Remove			<u>WESTON, FL 33326</u>
3) <u> </u> Change	<u> </u>	<u> </u>	<u> </u>
<u> </u> Add			<u> </u>
<u> </u> Remove			<u> </u>
4) <u> </u> Change	<u> </u>	<u> </u>	<u> </u>
<u> </u> Add			<u> </u>
<u> </u> Remove			<u> </u>
5) <u> </u> Change	<u> </u>	<u> </u>	<u> </u>
<u> </u> Add			<u> </u>
<u> </u> Remove			<u> </u>
6) <u> </u> Change	<u> </u>	<u> </u>	<u> </u>
<u> </u> Add			<u> </u>
<u> </u> Remove			<u> </u>

E. If amending or adding additional Articles, enter change(s) here:

(Attach additional sheets, if necessary). (Be specific)

SEE ATTACHED AMENDMENT AND RESOLUTION:

SHAREHOLDERS' RESOLUTION: AMENDING ARTICLES OF INCORPORATION, ADDING OFFICER/DIRECTOR,
AUTHORIZING SALE OF SHARES, AND RE-ISSUING SHARES.

**F. If an amendment provides for an exchange, reclassification, or cancellation of issued shares,
provisions for implementing the amendment if not contained in the amendment itself:**

(if not applicable, indicate N/A)

SHAREHOLDERS' RESOLUTION: AMENDING ARTICLES OF INCORPORATION, ADDING OFFICER/DIRECTOR,
AUTHORIZING SALE OF SHARES, AND RE-ISSUING SHARES.

SEE ATTACHED AMENDMENT AND RESOLUTION - SHARES ARE RE-ISSUED AS FOLLOWS:

ROSALIA E. ROMANO (60 SHARES - 1 PAR VALUE - COMMON)

MILKO PAPADIA (20 SHARES - 1 PAR VALUE - COMMON)

SIMONE MARAVALLE (20 SHARES - 1 PAR VALUE - COMMON)

AUGUST 27, 2015

The date of each amendment(s) adoption: _____, if other than the date this document was signed.

Effective date if applicable: _____
(no more than 90 days after amendment file date)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

Adoption of Amendment(s) (CHECK ONE)

☒ The amendment(s) was/were adopted by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval

by _____"
(voting group)

☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

AUGUST 27, 2015
Dated _____

Signature _____

(By a director, president or other officer – if directors or officers have not been selected, by an incorporator – if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

MILKO PAPADIA

(Typed or printed name of person signing)

PRESIDENT and CHIEF INFORMATION OFFICER

(Title of person signing)

MIROS CONSULTING, Inc.

SHAREHOLDERS' RESOLUTION: AMENDING ARTICLES OF INCORPORATION, ADDING OFFICER/DIRECTOR, AUTHORIZING SALE OF SHARES, AND RE-ISSUING SHARES

We, the undersigned, being all the shareholders of this corporation, MIROS CONSULTING, INC. (Document # P14000037487), consent and agree that the following amendment and related corporate resolution was made:

On date: AUGUST 27, 2015;
At time: 11:00 a.m.;
At location: Corporation Headquarter Office

1. The meeting was called to order. It was determined that a quorum was present either in person or by proxy, and the meeting could conduct business.

The following original incorporators and shareholders were present:

Names of Shareholders:	Title:	Number of Shares:	Certificate #:
MILKO PAPADIA	P, T	50	1
ROSALIA E. ROMANO	VP, S	50	2

The following shareholders by proxy:

Names of Shareholders:	Number of Shares:
N/A	N/A

2. The Secretary determined and reported that notice of the meeting had previously been properly given or waived by shareholders in accordance with the bylaws.

3. Whereupon the meeting proceeded as follows:

The Shareholders consented to the adoption of the following as if it was adopted at a regularly called meeting of the shareholders of this corporation. In accordance with applicable State Law and with the Bylaws of this corporation, by unanimous consent, the shareholders decided that:

- a) Pursuant to the private agreement to purchase and sell shares and in consideration of the mutual promises and covenants therein contained and of other valuable consideration, the shareholders are authorized to sell a portion of their shares to SIMONE MARAVALLE.
- b) Consideration paid by SIMONE MARAVALLE for the acquisition of shares shall be deposited in the corporation accounts and accounted for as additional paid in capital or investment of the current shareholders (ROSALIA E. ROMANO and MILKO PAPADIA) into the corporation.
- c) According to the private agreement MILKO PAPADIA shall sell 30 shares which shall be acquired as follows: 10 shares by ROSALIA E. ROMANO and 20 shares by SIMONE MARAVALLE.
- d) Pursuant to the above mentioned private agreement the original shareholders hereby surrender their Certificate #1 and #2, which shall be cancelled and replaced with new

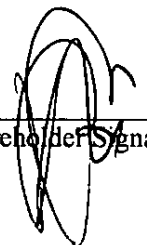
Certificates, and the corporation stock-ledger shall be updated as follows:

CERTIFICATE No. SHAREHOLDER No. SHARES CLASS PAR VALUE

1	CANCELLED (Milko Papadia 50 shares)			
2	CANCELLED (Rosalia E. Romano 50 shares)			
3	ROSALIA E. ROMANO	60	Common	1
4	MILKO PAPADIA	20	Common	1
5	SIMONE MARAVALLE	20	Common	1

4. Therefore it is resolved that the corporation shall:
Cancel and reissue shares as stated above and reflecting new company ownership.
5. The Articles of Amendment Form shall be filed with the State of Florida Division of Corporations and shall reflect the above mentioned changes to the Articles of Incorporation and the addition of a new Officer, SIMONE MARAVALLE, with address: 1500 Weston Rd., Suite 200-22, Weston, FL 33326. Titles of the Officers of the Corporation shall be as follows:

TITLE	NAME	ADDRESS
P (President) and CIO (Chief Information Officer)	MILKO PAPADIA	1500 Weston Rd., Ste. 200-22, Weston, FL 33326
VP (Vice-President) and S (Secretary)	ROSALIA E. ROMANO	1500 Weston Rd., Ste. 200-22, Weston, FL 33326
T (Treasurer) and CEO (Chief Executive Officer)	SIMONE MARAVALLE	1500 Weston Rd., Ste. 200-22, Weston, FL 33326



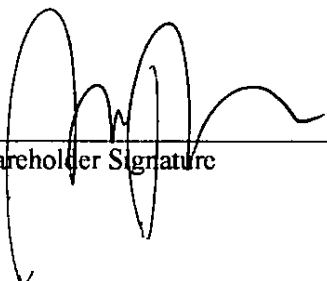
Shareholder Signature

ROSALIA E. ROMANO

Printed Name

AUGUST 27, 2015

Date



Shareholder Signature

MILKO PAPADIA

Printed Name

AUGUST 27, 2015

Date