

P14 000037487

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

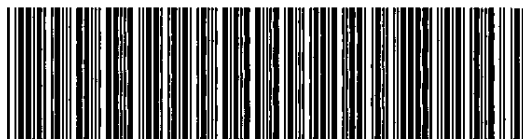
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



800288469728

08/09/16--01027--014 **35.00

FILED
2016 AUG -9 AM 11:02
CLERK OF STATE
STATE OF MISSISSIPPI

8/18/16

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:

MILKO PAPADIA

Name of Contact Person

MIROS CONSULTING INC

Firm/ Company

261 NE 1ST. STREET

Address

MIAMI, FL 33132

City/ State and Zip Code

M.PAPADIA@MIROSCONSULTING.COM

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

For further information concerning this matter, please call:

MILKO PAPADIA at (786) 6182218
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:

- | | | | |
|---|--|---|--|
| <input checked="" type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | <input type="checkbox"/> \$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

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

261 NE 1ST. STREET SUITE 501

MIAMI, FL 33132

C. Enter new mailing address, if applicable:
(Mailing address **MAY BE A POST OFFICE BOX**)

261 NE 1ST. STREET SUITE 501

MIAMI, FL 33132

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

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <u> </u> Change	<u>VP ST</u>	<u>ROSALIA ROMANO</u>	<u>1500 WESTON RD. SUITE 200-27</u>
<u> </u> Add			<u>WESTON, FL 33326</u>
<u>X</u>			
<u> </u> Remove			
2) <u> </u> Change	<u>CEO</u>	<u>SIMONE MARAVALLE</u>	<u>261 NE 1ST. STREET SUITE 501</u>
<u>X</u>			<u>MIAMI, FL 33132</u>
<u> </u> Add			
<u> </u> Remove			
3) <u>X</u> Change	<u>CIO P</u>	<u>MILKO PAPADIA</u>	<u>261 NE 1ST STREET SUITE 501</u>
<u> </u> Add			<u>MIAMI, FL 33132</u>
<u> </u> Remove			
4) <u> </u> Change			
<u> </u> Add			
<u> </u> Remove			
5) <u> </u> Change			
<u> </u> Add			
<u> </u> Remove			
6) <u> </u> Change			
<u> </u> Add			
<u> </u> Remove			

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

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

SEE ATTACHED AMENDMENT AND RESOLUTION ON DATE: AUGUST 2, 2016

SHAREHOLDER'S RESOLUTION: AMENDING ARTICLES OF INCORPORATION, REMOVING VICE PRESIDENT
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)

SHAREHOLDER'S RESOLUTION: AMENDING ARTICLES OF INCORPORATION, REMOVING VICE PRESIDENT
AUTHORIZING SALE OF SHARES, AND RE-ISSUING SHARES. DATE: AUGUST 2, 2016

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

MILKO PAPADIA (50 SHARES - 1 PAR - VALUE COMMON)

SIMONE MARAVALLE ((50 SHARES - 1 PAR - VALUE COMMON)

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# P 14000037487), consent and agree that the following amendment and related corporate resolution was made:

On date: August 2, 2016

At time: 11:00 am

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 CIO	50	8
SIMONE MARAVALLE	CEO	50	9

The following Shareholders by proxy:

Name of the shareholders:	Number of Shares:
N/A	N/A

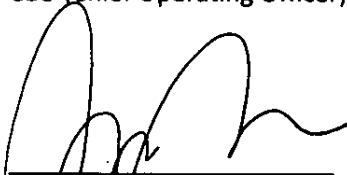
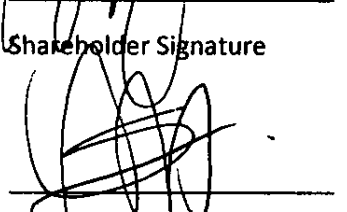
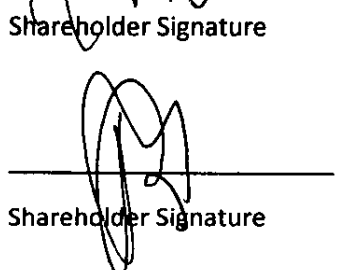
2. The secretary determined and reported that notice of the meeting had previously been properly given or waived by shareholders in accordance with the bylaws.
3. Whereupon the meeting proceeded as follows:
The Shareholders consented to the adoption of the following as if it was adopted at a regularly 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 as follows:
- b) ROSALIA ROMANO (SECRETARY) sells 40 shares to SIMONE MARAVALLE (CEO)
- c) MILKO PAPADIA (PRESIDENT) sells 10 shares to SIMONE MARAVALLE (CEO)
- d) Pursuant to the above mentioned private agreement the shareholders hereby surrender their Certificate # 7 Rosalia Romano, #6 Milko Papadia, which shall be cancelled and replaced with new Certificates, and the corporation stock-ledger shall be update as follows:

CERTIFICATE No.	SHAREHOLDER	No. SHARES	CLASS	PAR VALUE
1 CANCELLED	MILKO PAPADIA	50 SHARES		
2 CANCELLED	ROSALIA E ROMANO	50 SHARES		
3 CANCELLED	ROSALIA E ROMANO	60 SHARES		
4 CANCELLED	MILKO PAPADIA	20 SHARES		
5 CANCELLED	SIMONE MARAVALLE	20 SHARES		
6 CANCELLED	MILKO PAPADIA	60 SHARES		
7 CANCELLED	ROSALIA E ROMANO	40 SHARES		
8	MILKO PAPADIA	50	COMMON	1
9	SIMONE MARAVALLE	50	COMMON	1

4. Therefore, it is resolved that the corporation shall:
Cancel and reissue shares certificates as stated above and reflecting new company ownership, which shall be 50% owned by Milko Papadia and 50% owned by Simone Maravalle.
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 removal of the Secretary ROSALIA E ROMANO with address 1500 Weston Rd. suite 200-22 Weston, FL 33326. Titles of the Officer of the Corporation shall be as follows:

TITLE:	NAME:	ADDRESS:
P (President) and		
CIO (Chief Information Officer)	MILKO PAPADIA	261 NE 1 ST . STREET SUITE 501 MIAMI, FL 33132
CEO (Chief Operating Officer)	SIMONE MARAVALLE	261 NE 1 ST . STREET SUITE 501 MIAMI, FL 33132

	MILKO PAPADIA	August 3, 2016
Shareholder Signature	Printed Name	Date
	SIMONE MARAVALLE	August 3, 2016
Shareholder Signature	Printed Name	Date:
	ROSALIA ROMANO	August 3, 2016
Shareholder Signature	Printed Name	Date:

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.

Dated August 3, 2016

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
(Title of person signing)