P19000069286

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2025 JUN 24 PM 2:01
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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: ASC WORLDWIDE, INC.

DOCUMENT NUMBER: P19000069286

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

Please return all correspondence concerning this matter to the following:

AARON J. RIPIN
Name of Contact Person

ASC WORLDWIDE, INC.
Firm/ Company

6555 SANGER ROAD, STE 100
Address

ORLANDO, FLORIDA 32827
City/ State and Zip Code

aj@ascworldwide.io
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

AARON J. RIPIN at (561) 346.1096
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
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

Articles of Amendment
to
Articles of Incorporation
of

FILED

ASC worldwide. Inc

(**Name of Corporation as currently filed with the Florida Dept. of State**) 2025 JUN 24 PM 2:01

(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:**

Tokenova, Inc.

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)

C. **Enter new mailing address, if applicable:**
(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 ______________________

____
(Florida street address)

New Registered Office Address: ______________________, 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

Check if applicable

■ The amendment(s) is/are being filed pursuant to s. 607.0120 (11) (e), F.S.

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) ____ Change	______	____________________	____________________
____ Add			____________________
____ Remove			____________________
2) ____ Change	______	____________________	____________________
____ Add			____________________
____ Remove			____________________
3) ____ Change	______	____________________	____________________
____ Add			____________________
____ Remove			____________________
4) ____ Change	______	____________________	____________________
____ Add			____________________
____ Remove			____________________
5) ____ Change	______	____________________	____________________
____ Add			____________________
____ Remove			____________________
6) ____ Change	______	____________________	____________________
____ Add			____________________
____ Remove			____________________

E. **<u>If amending or adding additional Articles, enter change(s) here</u>**:
(Attach *additional sheets, if necessary*). *(Be specific)*

F. **<u>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:</u>**
(*if not applicable, indicate N/A*)

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

Effective date <u>if applicable</u>: ______________________________

(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) **(<u>CHECK ONE</u>)**

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

■ 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)

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Dated 6/19/2025

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)

Max Wayne Hooper

(Typed or printed name of person signing)

CEO / Managing Director

(Title of person signing)

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2025 JUN 24 PM 2:01

ASC WORLDWIDE, INC.

(a Florida corporation)

WRITTEN CONSENT OF THE BOARD OF DIRECTORS

TO ACTION TAKEN WITHOUT A MEETING

June 19, 2025

Pursuant to Sections 607.0821 and 607.0823 of the Florida Business Corporation Act (the "FBCA") and Article 1.5 of the Bylaws of ASC Worldwide, Inc. (the "Company"), the undersigned, constituting all members of the Board of Directors (the "Board"), hereby waive notice of, and in lieu of, a special meeting adopt the following resolutions by unanimous written consent.

BACKGROUND

1. The Company was originally incorporated as AppleSeed Capital, Inc. on September 10, 2019, and on August 6, 2021 changed its name to ASC Worldwide, Inc.

2. The Company has since evolved into a digital-first private-equity and infrastructure enterprise whose flagship platform, Tokenova™, anchors the "Tokenova Triad" ecosystem described to the Board. Management believes that changing the corporate name to "Tokenova, Inc." will better reflect the Company's market positioning, strategic direction, and brand architecture.

RESOLUTIONS

1. Amendment to Articles — Corporate Name.

RESOLVED, that, subject to approval by the shareholders of the Company and acceptance for filing by the Florida Department of State, Article I of the Amended and Restated Articles of Incorporation is hereby amended to read in its entirety as follows:

"The name of the Corporation is Tokenova, Inc."

2. Submission to Shareholders.

RESOLVED FURTHER, that the foregoing amendment be submitted to the shareholders with the recommendation of the Board that such amendment be adopted.

3. Authority to File.

RESOLVED FURTHER, that any officer of the Company (each, an "Authorized Officer") be, and each hereby is, authorized and directed on behalf of the Company to prepare, execute, and file articles of amendment and any related certificates, fictitious-name applications, or other instruments deemed necessary or advisable to effectuate the name change, and to select an alternative name incorporating "Tokenova" should "Tokenova, Inc." be unavailable.

4. General Authorization; Best-Efforts Disclaimer.

RESOLVED FURTHER, that each Authorized Officer is empowered, using best efforts but without guaranty of outcome, to take any and all additional actions and to execute and deliver any and all documents such officer deems necessary, proper, or advisable to carry out these resolutions, and that any such prior actions are hereby ratified and approved.

5. Ratification.

RESOLVED FURTHER, that all acts previously taken by the directors or officers of the Company in connection with the matters contemplated by these resolutions are ratified, approved, and confirmed in all respects.

IN WITNESS WHEREOF, the undersigned have executed this Written Consent as of the date first written above.

Max Hooper, PhD

Max W. Hooper, Director

Al Weiss

Allen R. Weiss, Director

David Metcalf

David S. Metcalf II, Director

CERTIFICATE *of* SIGNATURE

REF NUMBER
JXZLH-ZKPQS-PXB8D-ZR2WR

DOCUMENT COMPLETED BY ALL PARTIES ON
19 JUN 2025 13:53:22 UTC

SIGNER	TIMESTAMP	SIGNATURE
MAX HOOPER, PHD EMAIL MAX@MERGINGTRAFFIC.COM	SENT 19 JUN 2025 13:38:59 UTC VIEWED 19 JUN 2025 13:42:42 UTC SIGNED 19 JUN 2025 13:43:22 UTC	Max Hooper, PhD IP ADDRESS 97.100.53.241 LOCATION ORLANDO, UNITED STATES
RECIPIENT VERIFICATION	EMAIL VERIFIED 19 JUN 2025 13:42:42 UTC	
AL WEISS EMAIL AL@WEISSADVISORSLLC.COM	SENT 19 JUN 2025 13:38:59 UTC VIEWED 19 JUN 2025 13:47:14 UTC SIGNED 19 JUN 2025 13:47:51 UTC	Al Weiss IP ADDRESS 108.147.177.42
RECIPIENT VERIFICATION	EMAIL VERIFIED 19 JUN 2025 13:47:14 UTC	

CERTIFICATE *of* SIGNATURE

REF NUMBER
JXZLH-ZKPQS-PXB8D-ZR2WR

DOCUMENT COMPLETED BY ALL PARTIES ON
19 JUN 2025 13:53:22 UTC

SIGNER	TIMESTAMP	SIGNATURE
DAVID METCALF EMAIL METCALF@DIGITAL.NET SHARED VIA LINK	SENT 19 JUN 2025 13:38:59 UTC VIEWED 19 JUN 2025 13:52:22 UTC SIGNED 19 JUN 2025 13:53:22 UTC	David Metcalf IP ADDRESS 166.199.100.124 LOCATION BRANDON, UNITED STATES

ASC WORLDWIDE, INC.

(a Florida corporation)

WRITTEN CONSENT OF THE SHAREHOLDERS

TO ACTION TAKEN WITHOUT A MEETING

June 19, 2025

Pursuant to Section 607.0704 of the FBCA and Section 1.5 of the Bylaws, the undersigned, being shareholders holding the requisite voting power of ASC Worldwide, Inc. (the "Company"), hereby waive notice of, and in lieu of, a special meeting, adopt the following resolutions by written consent.

BACKGROUND

A. On July 30 and August 5–6, 2021 the Company's Board of Directors and shareholders approved changing the corporate name from AppleSeed Capital, Inc. to ASC Worldwide, Inc.

B. The Company now desires to rebrand as Tokenova, Inc. to reflect its evolution into a digital-first tokenization infrastructure platform and to align with its broader Tokenova Triad initiative.

RESOLUTIONS

1. Amendment to Articles — Corporate Name.

RESOLVED, that, subject to acceptance for filing by the Florida Department of State, Article I of the Amended and Restated Articles of Incorporation of the Company is hereby amended to read in its entirety as follows:

"The name of the Corporation is Tokenova, Inc."

2. Authority to File.

RESOLVED FURTHER, that any director or officer of the Company is authorized to prepare, execute, and file with the Florida Department of State the Articles of Amendment and any other certificates, documents, or instruments necessary or desirable to effectuate the foregoing, and to select an alternative name incorporating "Tokenova" if required by the State.

3. General Authorization; Best-Efforts Disclaimer.

RESOLVED FURTHER, that each such director or officer is authorized, using best efforts and without guaranteeing results, to take any and all other actions deemed necessary or advisable to carry out these resolutions, and all prior related actions are ratified and approved.

IN WITNESS WHEREOF, the undersigned have executed this Written Consent as of the date first written above.

Shareholders:

MT Manager LLC

BY: Max Hooper, PhD

Max W. Hooper, PhD

Authorized Representative

Dated: 06 / 19 / 2025

Allen R. Weiss

BY: Al Weiss

Allen R. Weiss

Authorized Representative of Shareholders

Dated: 06 / 19 / 2025

CERTIFICATE *of* SIGNATURE

REF. NUMBER
JXZLH-ZKPQS-PXB8D-ZR2WR

DOCUMENT COMPLETED BY ALL PARTIES ON
19 JUN 2025 13:47:51 UTC

SIGNER	TIMESTAMP	SIGNATURE
MAX HOOPER, PHD EMAIL MAX@MERGINGTRAFFIC.COM	SENT 19 JUN 2025 13:38:59 UTC VIEWED 19 JUN 2025 13:42:42 UTC SIGNED 19 JUN 2025 13:43:22 UTC	Max Hooper, PhD IP ADDRESS 97.100.53.241 LOCATION ORLANDO, UNITED STATES
RECIPIENT VERIFICATION	EMAIL VERIFIED 19 JUN 2025 13:42:42 UTC	
AL WEISS EMAIL AL@WEISSADVISORSLLC.COM	SENT 19 JUN 2025 13:38:59 UTC VIEWED 19 JUN 2025 13:47:14 UTC SIGNED 19 JUN 2025 13:47:51 UTC	Al Weiss IP ADDRESS 108.147.177.42
RECIPIENT VERIFICATION	EMAIL VERIFIED 19 JUN 2025 13:47:14 UTC	

ARTICLES OF AMENDMENT

TO THE AMENDED AND RESTATED ARTICLES OF INCORPORATION

OF ASC WORLDWIDE, INC.

ASC Worldwide, Inc., a Florida corporation (the "Corporation"), pursuant to Section 607.1006 of the Florida Business Corporation Act, hereby amends its Amended and Restated Articles of Incorporation as follows:

1. Name of the Corporation. The name of the Corporation immediately prior to this amendment is ASC Worldwide, Inc.

2. Adopted Amendment. Article I of the Amended and Restated Articles of Incorporation is amended to read in its entirety as follows:

"The name of the Corporation is Tokenova, Inc."

3. Adoption of Amendment. The amendment was adopted on June 19, 2025 by written consent of the Board of Directors in accordance with Sections 607.0821 and 607.0823 of the FBCA and by written consent of the shareholders in accordance with Section 607.0704 of the FBCA. The number of votes cast for the amendment by the shareholders was sufficient for approval.

4. Effective Date. This amendment shall be effective upon filing with the Florida Department of State (or at 9:35am a.m./p.m. Eastern Time on June 19, 2025, which date is not more than 90 days after filing).

IN WITNESS WHEREOF, the undersigned officer has executed these Articles of Amendment on June 19, 2025.

ASC WORLDWIDE, INC.

By: Max Hooper, PhD

Name: Max W. Hooper

Title: Managing Director

CERTIFICATE *of* SIGNATURE

REF. NUMBER
JXZLH-ZKPQS-PXB8D-ZR2WR

DOCUMENT COMPLETED BY ALL PARTIES ON
19 JUN 2025 13:43:22 UTC

SIGNER	TIMESTAMP	SIGNATURE
MAX HOOPER, PHD EMAIL MAX@MERGINGTRAFFIC.COM	SENT 19 JUN 2025 13:38:59 UTC VIEWED 19 JUN 2025 13:42:42 UTC SIGNED 19 JUN 2025 13:43:22 UTC	Max Hooper, PhD IP ADDRESS 97.100.53.241 LOCATION ORLANDO, UNITED STATES

RECIPIENT VERIFICATION

EMAIL VERIFIED
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