

P21000051372

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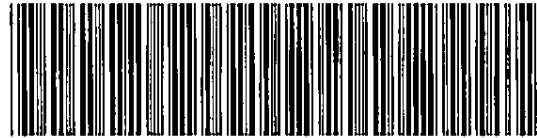
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SECRETARY OF STATE
TALLAHASSEE, FL 323

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: BANDENIA OPPORTUNITIES FUND INC.

DOCUMENT NUMBER: P21000051372

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

Please return all correspondence concerning this matter to the following:

MARTIN G. PREGO, ESQ.
Name of Contact Person
PREGO LAW GROUP PLLC
Firm/ Company
11098 BISCAYNE BLVD., STE 100-A
Address
NORTH MIAMI, FL., 33161
City/ State and Zip Code
mprego@pregolawgroup.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Martin G. Prego, Esq at (305) 498-6114
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 type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input checked="" 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
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

Articles of Amendment
to
Articles of Incorporation
of

BANDENIA OPPORTUNITIES FUND INC

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

P210000051372

(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:

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)

11098 Biscayne Blvd. STE 100-A (PLG)

North Miami, FL. 33161

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

11098 Biscayne Blvd. STE 100-A

(Florida street address)

New Registered Office Address:

North Miami

(City)

Florida 33161

(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) (c), F.S.

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.

<u>X</u> Add	<u>SV</u>	<u>Sally Smith</u>
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Address

1)	<input type="checkbox"/> Change <input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove	<u>Compt</u>	<u>Maltese, Cesar</u>	<u></u>
2)	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	<u>P. CEO</u>	<u>ARTILES, Jose M.</u>	<u>1111 Brickell Bay Dr. #2807</u> <u>Miami, FL... 33131 - USA</u>
3)	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove	<u>SD</u>	<u>VILLUENDAS VERA, Fernando</u>	<u>1000 Brickell Ave. #925</u> <u>Miami, FL... 33131 - USA</u>
4)	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	<u>D</u>	<u>RODRIGUEZ, Carlos J</u>	<u>1000 Brickell Ave. #925</u> <u>Miami, FL... 33131 - USA</u>
5)	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	<u>D</u>	<u>PASTORE, Fabio</u>	<u>Via Dante Veroni 32</u> <u>00049 Velletri, RM, IT</u>
6)	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	<u>D</u>	<u>OSMAN, Bulent</u>	<u>117 Leaves Green Rd.</u> <u>Keston, Kent</u> <u>BR2 6DG, UK</u>

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 ___ Add ___ Remove	<u>D</u>	<u>ARTILES, Jose Miguel JR</u>	<u>1111 Brickell Bay Dr., #2807</u> <u>Miami, FL., 33131</u>
2) ___ Change <u>X</u> Add ___ Remove	<u>D</u>	<u>VILLUENDAS, Helios</u>	<u>C/Ciudad 34, #1, Son Servera</u> <u>07550 Baleares, Spain</u>
3) ___ Change <u>X</u> Add ___ Remove	<u>D</u>	<u>ANTONELLI, Francesco</u>	<u>Via don Lorenzo Milani 14</u> <u>25032 Chiari (bs) Brescia, IT</u>
4) ___ Change <u>X</u> Add ___ Remove	<u>D</u>	<u>MORICI, Alberto</u>	<u>Via Montegiove 61, INT 4</u> <u>Genzano di Roma, IT</u>
5) ___ Change ___ Add ___ Remove	_____	_____	_____ _____ _____
6) ___ Change ___ Add ___ Remove	_____	_____	_____ _____ _____

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

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

On October 21, 2021, The Board of Directors unanimously decided to authorized the Corporation to increase the total number of shares the corporation is authorized to issue from 260,000,000 shares to 350,000,000 shares of common stock.

As of October 21, 2021, the total outstanding shares of common stock is 350 ,000,000 shares with a nominal value of \$1.00 per share.

The current registered shareholders of the Corporation are shown on Exhibit A attached hereto.

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)

N/A

October 21, 2021

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

October 21, 2021

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 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)

Dated 10/31/2021

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)

Martin Prego, Esq.

(Typed or printed name of person signing)

Legal Counsel / Incorp.

(Title of person signing)

EXHIBIT A

Corporate Share Registry

Bandenia Opportunities Fund Inc.

As per October 21, 2021, the current shareholders of the Corporation are:

Shareholder Name	No. of Shrs.
Bandenia Inc	80,000,000
BBP Bandenia Inc	26,000,000
Bandenia Financial Group Inc	35,000,000
Bandenia Bancorp & Trust LLC	1,700,000
BBP Bancorp & Advisors LLC	5,300,000
Bandenia Trust & Fiduciary Services LLC	6,200,000
Investment in Bandenia LLC	8,000,000
Bandenia Fund Management LLC	4,400,000
Bandenia Bankers Insurance Inc	9,800,000
European Credit LLC	7,100,000
Solventia Capital Investment LLC	2,600,000
Bandenia Banca Privada Inc	13,300,000
Bandenia Banqueros Privados Inc	9,600,000
Bandenia Foundation Inc	15,300,000
CaixaDenia Inc	11,600,000
Caja de Ahorros de Denia Inc	11,600,000
Financenia Inc	12,500,000
Bandenia Holdings USA Inc	35,000,000
Fidelity American Investment Fund Inc	17,000,000
AC Fidelity Holdings USA Inc	26,000,000
AC Fidelity Fund Inc	12,000,000