

3/4/24, 2:54 PM

P21 000105476

Buchanan Ingersoll & Rooney PC
Division of Corporations

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

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(((H24000085693 3)))



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CHAPTERS CARENU, INC.**

Certificate of Status	0
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Electronic Filing Menu Corporate Filing Menu

Help

Articles of Amendment
to
Articles of Incorporation
of
Chapters CareNU, Inc.

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

P21000105476

(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)

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.

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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:

Change PT John Doe
 Remove V Mike Jones
 Add SV Sally Smith

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____
2) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____
3) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____
4) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____
5) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____
6) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____

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 STATE OF FLORIDA
 DEPARTMENT OF REVENUE
 TALLAHASSEE, FL

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

Article IV - "Authorized Shares and Shareholders" shall be amended and restated in its entirety as follows:

"Article IV - Authorized Shares; Recapitalization

The total number of shares which the corporation has authority to issue is five million (5,000,000).

All shares shall be Common Stock and are to be of one class.

Immediately upon this Amendment becoming effective pursuant to Section 607.1006, Florida Statutes (the "Amendment

Effective Time"), all shares of existing Common Stock issued and outstanding immediately prior to the Amendment

Effective Time shall automatically be subdivided such that every one (1) share of Common Stock issued and outstanding

immediately prior to the Amendment Effective Time shall constitute ten (10) shares of Common Stock

following the Amendment Effective Time (such shares of Common Stock being identical in all respects and having equal rights, preferences, privileges and restrictions, without any further action by the holders of such shares) pursuant to that

certain Plan of Recapitalization of Chapters CareNU, Inc. adopted by the Board of Directors and stockholders of the

Company as of February 26, 2024.

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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)

The subdivision of the shares of Common Stock described herein shall be effective automatically, without any further action by the holders of such shares, upon the Amendment Effective Time.

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

Effective date if applicable: March 31, 2024
(no more than 90 days after amendment file date)

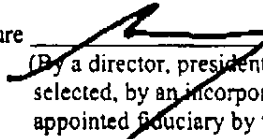
Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

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 March 31, 2024

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)

Andrew Molosky
 (Typed or printed name of person signing)

Chairman - Chapters CareNu, Inc.,
 (Title of person signing)

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 COUNTY CLERK'S OFFICE