(Re	equestor's Name)	
(Ad	ldress)	
(Ad	ldress)	
(Cit	ty/State/Zip/Phone	: #)
PICK-UP	☐ WAIT	MAIL
(Bu	siness Entity Nam	ne)
(Do	cument Number)	
Certified Copies	_ Certificates	of Status
Special Instructions to	Filing Officer:	
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JAN 1 4 2015 C. CARROTHERS

## **COVER LETTER**

TO:	Amend	lment	Section	n
	Divisio	n of (	Corpor	ations

NAME OF CORPORATION: WALLNER S DOCUMENT NUMBER: P100022464		ERTAINMENT, INC.
The enclosed Articles of Amendment and fee are su		
Please return all correspondence concerning this ma	tter to the following:	
Jeffrey R. Walln	ner	
	Name of Contact Persor	·· <u></u>
Wallner Sports	and Entertainn	nent, Inc.
	Firm/ Company	
358 Fifth Avenu	ie, Suite 1003	
	Address	
New York, New	York 10001	
	City/ State and Zip Code	e
jeffwallner@aol.co	m	
	sed for future annual report	notification)
For further information concerning this matter, pleas	se call:	
Shirin Movahed, Esq.	<sub>at (</sub> 786	, 502-8559
Name of Contact Person		de & Daytime Telephone Number
Enclosed is a check for the following amount made	payable to the Florida Depa	artment 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	Amend Divisio Clifton 2661 E	Address Iment Section on of Corporations Building executive Center Circle

## **Articles of Amendment** Articles of Incorporation

## WALLNER SPORTS AND ENTERTAINMENT, INC.

(Name of Corporation as currently filed with the Florida Dept. of State) P14000022464 (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: 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." 358 Fifth Ave, Suite 1003 B. Enter new principal office address, if applicable: (Principal office address MUST BE A STREET ADDRESS) New York, New York 10001 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) 650 West Ave, Suite 2604, Florida 33139 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.

X Change	PT John	1 Doe	
X Remove	<u>V</u> <u>Mik</u>	e Jones	
X Add	<u>SV</u> <u>Sall</u>	y Smith	
Type of Action (Check One)	<u>Title</u>	<u>Name</u>	Address
1) Change	PCEO	Jeff R. Wallner	358 Fifth Avenue, Suite 10
Add Remove			New York, New York 10001
2) Change	cso	Owen J. Barnes	358 Fifth Avenue, Suite 100
Add			New York, New York 10001
Remove 3) Change	DT	Len L Sinisgalli	
Add Remove			
4) Change	<u>D</u>	Robert J. Hantman	358 Fifth Avenue, Suite 100
Add Remove			New York, New York 10001
5) Change	D	Shirin Movahed	358 Fifth Avenue, Suite 100
Add			New York, New York 10001
Remove			<del></del>
6) Change			
Add			
Remove			

E. If amending or adding additional Articles, enter change(s) here: (Attach additional sheets, if necessary). (Be specific)  ARTICLE IV AMENDMENT
Total authorized capital stock of this Corporation shall consist of 100,000 authorized
shares, par value \$5.00 per share. Class A voting Common Stock shall consist of
50,000 shares. Class B non-voting Common Stock shall consist of 30,000 shares.
The Corporation shall also authorize 20,000 shares of Preferred Stock. Each share
of Class A Common Stock shall be entitled to one vote per share.
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 date of each amendment(s) adoption:	, if other than th
date this document was signed.	
Effective date if applicable: (no more than 90 days after amendment file date)	<del></del>
(no more than 90 days after amendment file date)	
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)	
(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_January 2, 2015	
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)	
Jeff R. Wallner	
(Typed or printed name of person signing)	<del></del>
President and CEO Wall wall me	
(Title of person signing)	