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(Business Entity Name)

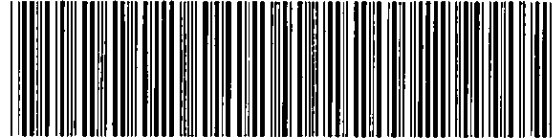
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SECRETARY OF STATE
TALLAHASSEE, FL

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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: TAMPA WHOLESALE PRODUCE MARKET, INC.

DOCUMENT NUMBER: 129214

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

Please return all correspondence concerning this matter to the following:

MICHELLE T. REISS, ESQ.

Name of Contact Person

APPLETON REISS, PLLC

Firm/ Company

215 N HOWARD AVENUE, SUITE 200

Address

TAMPA, FL 33606

City/ State and Zip Code

mreiss@appletonreiss.com

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

For further information concerning this matter, please call:

MICHELLE T. REISS, ESQ.

at (813)

542-8888

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

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SECRETARY OF STATE
TALLAHASSEE, FL

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Articles of Amendment
to
Articles of Incorporation
of

TAMPA WHOLESALE PRODUCE MARKET, INC.

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

129214

(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)

N/A

C. Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

N/A

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:

Florida

(City)

(Zip Code)

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TALLAHASSEE, FL

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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:

☒ Change PT John Doe

☐ Remove V Mike Jones

☒ Add SV Sally Smith

Type of Action (Check One)	Title	Name	Address
1) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____
2) <input type="checkbox"/> Change	_____	_____	_____
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TALLAHASSEE, FL

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

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

See attached enclosure for amendment to articles of incorporation.

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

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TALLAHASSEE FL

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The date of each amendment(s) adoption: August 12, 2024, if other than the date this document was signed.

Effective date if applicable: August 12, 2024
(no more than 90 days after amendment file date)

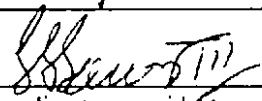
Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

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 8/14/24

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)

Louis Garcia III
(Typed or printed name of person signing)
President
(Title of person signing)

SECRETARY OF STATE
TALLAHASSEE, FL

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**CERTIFICATE OF AMENDMENT TO THE ARTICLES OF INCORPORATION
OF
TAMPA WHOLESALE PRODUCE MARKET, INC.**

To the Department of State

State of Florida

Pursuant to the provisions of the Florida Business Corporation Act, the corporation hereinafter named (the "Corporation"), does hereby amend and restate its Articles of Incorporation.

1. The name of the Corporation is: TAMPA WHOLESALE PRODUCE MARKET, INC.
2. The text of the amendment to the Articles of Incorporation of the Corporation is annexed hereto and made a part hereof.

CERTIFICATE

It is hereby certified that:

1. The date of filing of the Corporation's original articles of incorporation was 5, 1934, and its Document Number is 129214.
2. The date of filing of the Corporations Amended and Restated Articles of Incorporation was March 25, 2024.
3. This Amendment to the Articles of Incorporation (a) amends paragraph 5.C of the Articles and (b) upon recommendation by the Board of Directors of the Corporation, was duly adopted by the shareholders of the Corporation as of August 12, 2024.

Executed as of the 14 day of August, 2024.

TAMPA WHOLESALE
PRODUCE MARKET, INC.,
a Florida corporation

By: 

Name: Louis Garcia, III

Title: President

SECRETARY OF STATE
TALLAHASSEE, FL 32399

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AMENDMENT TO ARTICLE 5.C.2 OF THE ARTICLES OF INCORPORATION

2. Restrictions on Ownership of Preferred Stock. No Preferred Stock shall be issued or sold by the Corporation to any person except a bona fide dealer in agricultural or horticultural products in Hillsborough County, Florida (a "Dealer"), who owns or leases a stall at the Premises, as defined in Article VII of the Bylaws, and in whose name there shall stand of record at the time of such issuance at least twenty-six (26) shares of Common Stock. No more than two (2) shares of such Preferred Stock shall be issued or sold to any one Dealer. Such shares shall not be transferable except to another Dealer who does not already at the time of such transfer own two shares of Preferred Stock of this Corporation, and who has first obtained consent to become the purchaser of said share by resolution of the Board of Directors of this Corporation, and who shall be the holder of record of at least twenty-six (26) shares of Common Stock. Upon any Preferred Stockholder's ceasing to be a Dealer for the period of six (6) months, the Board of Directors may, by resolution, require such Preferred Stockholder to surrender the Preferred Stock held by him duly endorsed and to accept in lieu thereof one (1) share of the Common Stock of this Corporation. Upon any Preferred Stockholder ceasing to be the holder of record of at least twenty-six (26) shares of Common Stock, the Board of Directors shall by resolution require such Preferred Stockholder to surrender the Preferred Stock held by him duly endorsed and to accept in lieu thereof one (1) share of the Common Stock in this Corporation, provided, that no person who shall be a Preferred Stockholder of record on January 21, 1936, shall be rendered ineligible by this provision as a Preferred Stockholder unless he shall transfer of record some of the Common Stock now held or hereafter acquired by him while his Common Stock holdings of record shall be twenty-six (26) shares or less. Upon the failure of any Preferred Stockholder to endorse and surrender his certificate for his Preferred Stock after resolution of the Board of Directors in pursuance to any of the foregoing charter provisions and within ten (10) days after written notice of such action to him at his last known post office address the Preferred Stock so held by him shall stand cancelled and void and all rights arising thereunder shall be forever terminated; but upon such cancellation being made, one (1) share of the Common Stock of this Corporation shall be issued in the name of such former Preferred Stockholder and held to be delivered to him upon his surrender to the Corporation of his certificate for the Preferred Stock formerly owned by him duly endorsed.

RECEIVED
HILLSBOROUGH COUNTY, FL
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