

186203
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**COR AMND/RESTATE/CORRECT OR O/D RESIGN
 ANTHONY GROVES, INC.**

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
ANTHONY GROVES, INC.**

186203

Document Number of Corporation (if known)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida Profit Corporation adopts the following amendment to its Articles of Incorporation:

WHEREAS, the directors and shareholders of ANTHONY GROVES, INC., a Florida corporation, did unanimously approve at a meeting of the stockholders and directors held on July 1, 2024, subject only to approval thereof by the Secretary of State, State of Florida, to amend Article 3 of the Corporation's Articles of Incorporation.

NOW, THEREFORE, it is provided that the Articles of Incorporation shall be amended effective upon filing with the Secretary of State or as otherwise provided:

FIRST: If amending or adding additional Articles, enter change here:

- "3. The Corporation is authorized to have outstanding at any time the following classes of common stock:
- A. 100,000 shares of \$1.00 par value Class "A" voting common stock.
 - B. 100,000 shares of \$1.00 par value Class "B" non-voting common stock.
 - C. Except as herein provided with respect to voting powers, the Class "A" common stock and the Class "B" common stock shall be identical in all respects and shall entitle the holder thereof to the same rights and preferences.

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- D. Class "B" common stock shall be entitled to vote as a class only with respect to a reorganization, recapitalization, merger, sale or other disposition of all the assets of this corporation.

All voting under this Article 3, sub paragraph D, shall be on a class by class basis. All proposed action submitted to a vote under this Article shall require a majority vote of both the Class "A" and Class "B" common stock in order to be approved. A disapproval by a majority of either the Class "A" or Class "B" common stockholders shall veto any such proposed action.

- E. The Class "B" common stock shall be entitled to vote as a class on any Articles of Amendment as provided in Section 607.1006(e)(2), Florida Statutes, as such Statute exists at the date of this Articles of Amendment.

- F. Except as otherwise specifically provided herein or specifically required by law, the Class "B" common stock shall have no voting power nor shall the holder thereof, as such, be entitled to notice of meetings of stockholders, all rights to vote and all voting powers being vested exclusively in the Class "A" common stock."

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SECOND: The effective date of each amendment's adoption: July 1, 2024.

THIRD: Adoption of Amendment(s) (CHECK ONE)

- ☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) 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)

- ☐ 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.

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Dated this 9th day of June, 2024.

Signature H. Marvin Anthony
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

H. Marvin Anthony
(Typed or printed name)

President
(Title)

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