

Division of Corporations

Florida Department of State
Division of Corporations
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DIVISION OF CORPORATIONS
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COR AMND/RESTATE/CORRECT OR O/D RESIGN
THE CARPET SHOP, INC.

Certificate of Status	0
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Amend
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SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
2015 FEB 27 AM 9:42

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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: The Carpet Shop, Inc.DOCUMENT NUMBER: 331857The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Frank P. Rainer, Esq.

Name of Contact Person

Broad and Cassel

Firm/ Company

215 S. Monroe Street, Suite 400

Address

Tallahassee, FL 32301

City/ State and Zip Code

FRainer@broadandcassel.com

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

For further information concerning this matter, please call:

Frank Rainer, Esq.at 850681-6810

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
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

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DIVISION OF CORPORATION
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Articles of Amendment
to
Articles of Incorporation
of

The Carpet Shop, inc.

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

331857

(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:

(City)

Florida

(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

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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

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

See attached.

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)

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
TO AMEND ARTICLE III AND VII

Pursuant to the provisions of section 607.1006 of the Florida Statutes, the undersigned officer of The Carpet Shop, Inc. (the "Corporation"), a Florida corporation, hereby certifies that the following Articles of Amendment to its Articles of Incorporation were duly adopted by the members and the board of directors as follows:

1. The current name of the Company is: **THE CARPET SHOP, INC.**
2. The date of the filing of the original Articles of Incorporation was the 28th day of June, 1968. The Document Number assigned to the Company by the Secretary of State of the State of Florida is: 331857.

3. The Articles of Incorporation are amended by:

The following sentence will be added to the ARTICLE III. CAPITAL STOCK:

This corporation will be a corporation without share certificates.

Pursuant to the aforementioned Resolution to ARTICLE III. CAPITAL STOCK *supra*, ARTICLE III. CAPITAL STOCK shall read in its entirety as follows:

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is: ONE THOUSAND SHARES of common stock having nominal par value of TEN DOLLARS per share, all of which shall be common stock and shall be fully paid and nonassessable. All such stock shall be payable in cash, property, labor or services at a just valuation to be fixed by the Board of Directors.

This corporation will be a corporation without stock certificates.

The ARTICLE VII. DIRECTORS shall be amended as follows:

The corporation ~~shall~~ may have up to three directors, ~~initially~~. The number of directors may be increased from time to time by by-laws adopted by the shareholders, but shall never be less than ~~three~~ one.

Pursuant to the aforementioned amendment to ARTICLE VII. DIRECTORS *supra*, ARTICLE VII. DIRECTORS shall read in its entirety as follows:

ARTICLE VII. DIRECTORS

The corporation may have up to three directors. The number of directors may be increased from time to time by by-laws adopted by the shareholders, but shall never be less than one.

4. This amendment was adopted by all the Board of Directors on the 19th day of February, 2015.
5. This amendment was adopted by the members on the 19th day of February, 2015. The number of votes cast for the amendment by the members was sufficient for approval.

The undersigned T. Lynn Wollschlaeger has executed the Articles of Amendment to the Articles of Incorporation effective as of this 19th day of Feb., 2015.



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The date of each amendment(s) adoption: 2-19-2015, if other than the date this document was signed.

Effective date if applicable: 2-19-2015
(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)

☒ 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 2-19-2015

Signature /S/ T. Lynn Wollschlager - see attached

(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)

T. Lynn Wollschlager

(Typed or printed name of person signing)

Director/Secretary/Treasurer

(Title of person signing)

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