

387639

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

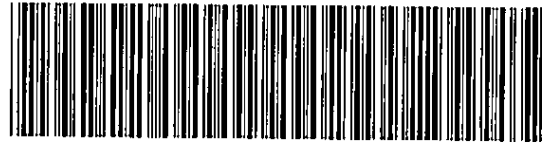
(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

meredith bagby
Advised to make
Corrections 4/25/19

Office Use Only



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2019 JUN 25 PM 2:23

FILED

Amend/cc
cus

JUN 25 2019

I ALBRITTON



FLORIDA DEPARTMENT OF STATE
Division of Corporations

June 21, 2019

MEREDITH BAGBY
125 BRAZILIAN AVE
PALM BEACH, FL 33480

SUBJECT: PROPERTY RESOURCES AND COMPANY, INC.
Ref. Number: 387639

We have received your document for PROPERTY RESOURCES AND COMPANY, INC. and your check(s) totaling \$52.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please file the document as either Articles of Amendment or Restated Articles of Incorporation pursuant to applicable Florida Statutes.

Amended and Restated Articles are filed pursuant to 607.1007, Florida Statutes.

Please correct your document to reflect that it is filed pursuant to the correct statute number.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Irene Albritton
Regulatory Specialist II

Letter Number: 419A00012589

Articles of Amendment
to
Articles of Incorporation
of

PROPERTY RESOURCES AND COMPANY, INC

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

(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

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:

<input checked="" type="checkbox"/> Change	<u>PT</u>	<u>John Doe</u>
<input type="checkbox"/> Remove	<u>V</u>	<u>Mike Jones</u>
<input checked="" type="checkbox"/> Add	<u>SV</u>	<u>Sally Smith</u>

<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			_____

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

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

PLEASE 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)

PLEASE SEE ATTACHED

PROPERTY RESOURCES AND COMPANY, INC.

Pursuant to pursuant to Section 607.1006, of the Florida Business Corporations Act (or the FBCA), the undersigned officer

DOES HEREBY CERTIFY:

1. That the name of the Corporation is Property Resources and Company, Inc., and that the Corporation was originally incorporated pursuant to the FBCA on August 30, 1971, and assigned File Number 387639.

2. That the Board of Directors duly adopted resolutions proposing to amend and restate the Certificate of Incorporation of the Corporation, declaring said amendment and restatement to be advisable and in the best interests of the Corporation and its stockholder, and authorizing the appropriate officers of the Corporation to solicit the consent of the stockholder therefor, which resolution setting forth the proposed amendment and restatement is as follows:

RESOLVED, that the Certificate of Incorporation of the Corporation be amended and restated in its entirety to read as follows:

FIRST: The name of the corporation shall be: Property Resources and Company, Inc..

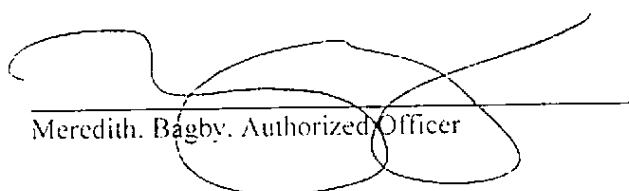
SECOND: The street address of the registered office of the Company in the State of Florida is 125 Brazilian Avenue, Palm Beach, Florida 33480 and the name of the registered agent of the Company at that address is Martha G. Bagby.

THIRD: The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporations Act (the "Act").

FOURTH: The Corporation is authorized to issue up to Ten Thousand (10,000) shares of capital stock, par value \$0.00001 per share. One Hundred (100) shares shall be designated as Voting Stock and Nine Thousand Nine Hundred (9,900) shares shall be designated as Non-Voting Stock. All outstanding shares of Voting Stock and Non-Voting Stock shall confer identical rights to distribution and liquidation proceeds. To the maximum extent permitted by law, only Voting Stock shall have voting rights as to all matters submitted to a vote by the stockholders.

FIFTH: The business and affairs of the corporation shall be managed by or under the direction of the Board of Directors. The number of directors may be increased or decreased from time to time in accordance with the provisions set forth in the Bylaws of the Corporation. Directors shall be appointed or removed as set forth in the Bylaws of the Corporation. Bylaws shall be adopted, amended, or repealed from time to time by either the stockholders or the Board of Directors, but the Board of Directors shall not amend or repeal any bylaw adopted by the stockholders if the stockholders specifically provide that such bylaw is not subject to amendment or repeal by the Board of Directors.

IN WITNESS WHEREOF, the undersigned, being the authorized representative of the Corporation hereinbefore named, has executed, signed, and acknowledged this Amended and Restated Certificate of Incorporation this 31st day of December, 2018.



Meredith Bagby, Authorized Officer

The date of each amendment(s) adoption: DECEMBER 31, 2018 if other than the date this document was signed.

Effective date if applicable: DECEMBER 31, 2018
(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 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

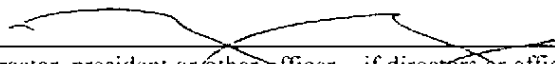
by _____
(voting group)"

☐ 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 JAN 15, 2019

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)

MEREDITH BABY

(Typed or printed name of person signing)

VICE PRESIDENT

(Title of person signing)