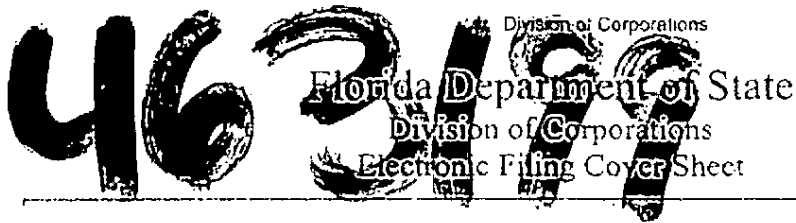


12/28/2017



Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

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Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850)617-6380

From:

Account Name : KATZ BASKIES LLC
Account Number : I20080800071
Phone : (561)910-5700
Fax Number : (561)910-5701

Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

Email Address: justin.savoli@katzbaskies.com

RECEIVED

17 DEC 28 AM 12:03

FLORIDA
DIVISION OF
CORPORATIONS
17 DEC 28 AM 12:03

COR AMND/RESTATE/CORRECT OR O/D RESIGN
GLOBAL RESPONSE CORPORATION

Certificate of Status	0
Certified Copy	0
Page Count	08
Estimated Charge	\$35.00

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17 DEC 28 AM 12:03

2017 DEC 28 AM 11:35

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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Global Response Corporation

DOCUMENT NUMBER: 463199

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

Please return all correspondence concerning this matter to the following:

Michael Shooster

Name of Contact Person

Firm/ Company

777 South State Road 7

Address

Margate, FL 33068

City/ State and Zip Code

michael.shooster@gmail.com

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

For further information concerning this matter, please call:

Jeffrey A. Baskies

at (561)

910-5700

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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FILED H17000339578 3

Articles of Amendment
to
Articles of Incorporation
of

2017 DEC 28 A 11:35

TALLAHASSEE, FL 323

Global Response Corporation

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

463199

(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

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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	<u>D</u>	<u>Dorothy Shooster</u>	<u>777 South State Road 7</u>
<input checked="" type="checkbox"/> Add			<u>Margate, FL 33068</u>
<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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E. If amending or adding additional Articles, enter change(s) here:

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

Amended Articles of Incorporation - 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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The date of each amendment(s) adoption: October 1, 2017, if other than the date this document was signed.

Effective date if applicable: October 1, 2017
(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 Oct. 1, 2017

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)

Michael Shooster

(Typed or printed name of person signing)

Co-Chief Executive Officer, Secretary, and Director

(Title of person signing)

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**WRITTEN CONSENT IN LIEU OF SPECIAL MEETING BY THE
DIRECTORS AND SHAREHOLDERS OF
GLOBAL RESPONSE CORPORATION**

The undersigned, being all of the members of the Board of Directors and Shareholders of GLOBAL RESPONSE CORPORATION, a Florida corporation (the "Corporation"), do hereby waive all formal requirements, including the necessity of holding a formal or informal meeting, and any requirements for notice; and do hereby consent in writing to the adoption of the following resolutions, taking said action in lieu of a meeting of the Board of Directors and Shareholders:

1. RESOLVED, that the Articles of Incorporation of the Corporation be and hereby are amended and restated to read as follows:

Article I

The name of the corporation is:

Global Response Corporation

Article II

The corporation's principal place of business address is:

777 South State Road 7, Margate, FL 33068

The mailing address of the corporation is:

777 South State Road 7, Margate, FL 33068

Article III

The purpose for which the corporation is organized is:

Any and all lawful business

Article IV

The number of shares which the corporation shall have the authority to issue is 100 voting shares of common stock with \$0.01 par value per share and 400 non-voting shares of common stock with no par value per share.

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Article V

The name and Florida street address of the registered agent is:

**Frank M. Shooster
777 South State Road 7
Margate, FL 33068**

Article VI

The current officers and directors of the corporation are:

**Title: Co-Chief Executive Officer and Director
Frank M. Shooster
777 South State Road 7
Margate, FL 33068**

**Title: Co-Chief Executive Officer and Director
Stephen Shooster
777 South State Road 7
Margate, FL 33068**

**Title: Co-Chief Executive Officer, Secretary and Director
Michael Shooster
777 South State Road 7
Margate, FL 33068**

**Title: Co-Chief Executive Officer and Director
Wendy Shooster
777 South State Road 7
Margate, FL 33068**

**Title: Director
Dorothy Shooster
777 South State Road 7
Margate, FL 33068**

2. RESOLVED, that immediately upon the amendment to the Articles of Incorporation, the Corporation declare a dividend, issuing 4 shares of Non-voting Common Stock to each shareholder of record for every 1 share of Voting Common Stock held by such shareholder as of the date hereof.
3. RESOLVED, that the President of the Corporation, be, and such officer hereby is, authorized and directed for and on behalf of the Corporation to take or cause to be taken all actions and to execute any and all agreements, certificates and other documents, including post-effective amendments of documents previously executed, and to do any and all things which, in the President's judgment, may be necessary or

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desirable to effect the foregoing resolutions and to carry out the purposes thereof, the taking of any such action, the execution and delivery of any such agreements, certificates or documents, or the doing of any such things shall be conclusive evidence of their necessity or desirability.

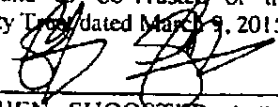
This Written Consent may be executed in any number of counterparts, each of which shall be deemed an original for all purposes and all of which together shall constitute one and the same Written Consent. Facsimile and pdf signatures may be relied upon as originals.

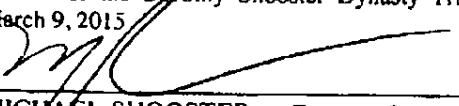
The actions contained herein shall be effective as of the 1st day of October 2017.

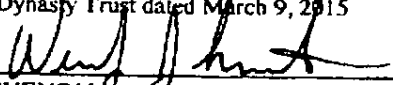
The undersigned, being all of the members of the Board of Directors and Shareholders of the Corporation, have executed this instrument for the purposes herein expressed.


SHAREHOLDERS:


FRANK M. SHOOSTER, as Trustee of the Frank M. Shooster Revocable Trust Agreement dated January 5, 2003 and as Co-Trustee of the Dorothy Shooster Dynasty Trust dated March 9, 2015


STEPHEN SHOOSTER, individually and as Co-Trustee of the Dorothy Shooster Dynasty Trust dated March 9, 2015


MICHAEL SHOOSTER, as Trustee of the Michael S. Shooster Revocable Trust Agreement dated November 3, 2015 and as Co-Trustee of the Dorothy Shooster Dynasty Trust dated March 9, 2015

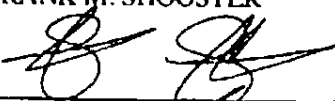

WENDY J. LEUCHTER, as Trustee of the Wendy J. Leuchter Amended and Restated Revocable Trust dated November 24, 2015 and as Co-Trustee of the Dorothy Shooster Dynasty Trust dated March 9, 2015

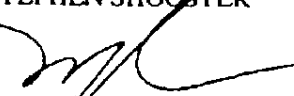

DOROTHY SHOOSTER, as Trustee of the Herman Shooster Credit Shelter Trust established under the Herman Shooster Amended and Restated Revocable Trust dated July 12, 2013

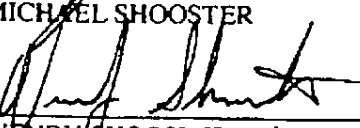
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DIRECTORS:


FRANK M. SHOOSTER


STEPHEN SHOOSTER


MICHAEL SHOOSTER


WENDY SHOOSTER - Leuchter W


DOROTHY SHOOSTER