

668892

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Amend

OCT 11 2012

T. LEWIS

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: International Bonded Couriers, Inc.

DOCUMENT NUMBER: 668892

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

Please return all correspondence concerning this matter to the following:

Michele Gartland
(Name of Contact Person)

Nedder + Associates, LLC
(Firm/ Company)

3 Parklands Drive
(Address)

Darien, CT 06820
(City/ State and Zip Code)

For further information concerning this matter, please call:

Michele Gartland at (917) 445-1274
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☐ \$35 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☒ \$43.75 Filing Fee &
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☐ \$52.50 Filing Fee
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(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

ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION
OF
INTERNATIONAL BONDED COURIERS, INC.

FILED
2012 OCT 11 PM 2:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Document Number of this Corporation is 668892

The undersigned GeoPost Americas, Inc., a New York Corporation ("GeoPost"), Steelhead (Hong Kong) Limited, a corporation organized under the laws of Hong Kong ("Steelhead"), and Pharma Logistics Holdings, LLC, a Delaware Limited Liability Company ("PLH"), being all of the shareholders (the "Shareholders") of International Bonded Couriers, Inc., a Florida Corporation (the "Corporation"), do hereby amend the Articles of Incorporation of the Corporation, as amended to date, pursuant to the provisions of Section 607.1006, Florida Statutes, this Florida Profit Corporation adopts the following amendment to its Articles of Incorporation.

1. Article Tenth of the Articles of Incorporation is hereby amended to read as follows:

"TENTH: Directors of the Corporation shall be elected in accordance with the terms of the Shareholders Agreement, dated as of May 30, 2012, made among Geopost, Steelhead, PLH, certain individuals and the Corporation, as such agreement may be amended from time to time (the "Shareholders Agreement")."
2. All other provisions of the Articles of Incorporation shall continue in full force and effect.

The date of each amendment(s) adoption: May 30, 2012

Effective date if applicable: _____
(no more than 90 days after amendment file date)

Adoption of Amendment(s) (CHECK ONE)

☒ The amendment(s) was/were approved 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.

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)

RICHARD CRAI

(Typed or printed name of person signing)

CHIEF FINANCIAL OFFICER

(Title of person signing)

FILING FEE: \$35