

FI 00000 4978

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

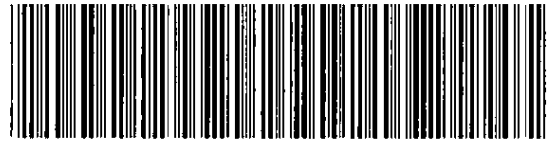
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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09/11/23--01012--018 **43.75

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[Handwritten signature]

COVER LETTER

TO: Amendment Section Division of Corporations

SUBJECT: RW Footwear, INC
Name of Corporation

DOCUMENT NUMBER: FI1000004978

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Marotta, Dean D
Name of Contact Person

BBC International LLC
Firm/Company

1515 N Federal Highway S. 206
Address

Boca Raton, FL, 33432
City/State and Zip Code

dmarotta@bbcint.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Dean Marotta at (561) 417-7474
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 & Certified Copy ☐ \$52.50 Filing Fee, Certificate of Status & Certified Copy

Mailing Address:

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:

Amendment Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

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PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO APPLICATION FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

F11000004978

(Document number of corporation (if known))

1. RW Footwear, INC
(Name of corporation as it appears on the records of the Department of State)
2. Pennsylvania 3. 12/12/2011
(Incorporated under laws of) (Date authorized to do business in Florida)

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? 6/2/2023
5. Gunnar & Troy, Inc.
(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

6. If the amendment changes the period of duration, indicate new period of duration.

(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

(New jurisdiction)

8. 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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9. If the amendment changes person, title or capacity in accordance with 607.1504 (4), indicate that change:

<u>Title/ Capacity</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
_____	_____	_____	<input type="checkbox"/> Add
_____	_____	_____	<input type="checkbox"/> Remove
_____	_____	_____	<input type="checkbox"/> Add
_____	_____	_____	<input type="checkbox"/> Remove
_____	_____	_____	<input type="checkbox"/> Add
_____	_____	_____	<input type="checkbox"/> Remove
_____	_____	_____	<input type="checkbox"/> Add
_____	_____	_____	<input type="checkbox"/> Remove
_____	_____	_____	<input type="checkbox"/> Add
_____	_____	_____	<input type="checkbox"/> Remove

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10. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.

<u>Dean D. Mavotta</u> (Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)	<u>CFO</u> (Title of person signing)
<u>Dean D. Mavotta</u> (Typed or printed name of person signing)	

**PENNSYLVANIA DEPARTMENT OF STATE
BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS**

Submitted for
Pennsylvania Department of State
-FILED-
Amendment #: 0013491304
Date Filed: 6/2/2023

☐ Return document by mail to:
CSC ORDER#780452-5
Name _____
Address _____
City _____ State _____ Zip Code _____
☒ Return document by email to: cscpa@cscglobal.com

Articles of
Domestic
DSCB:15-1915/5915 (rev. 7/2015)



Read all instructions prior to completing. This form may be submitted online at <https://www.corporations.pa.gov/>.

Fee: \$70

Check one: ☒ Business Corporation (§ 1915) ☐ Nonprofit Corporation (§ 5915)

In compliance with the requirements of the applicable provisions (relating to articles of amendment), the undersigned, desiring to amend its articles, hereby states that:

1. The name of the corporation is:
RW Footwear, Inc.

2. The (a) address of this corporation's current registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is:
(Complete only (a) or (b), not both)

(a) Number and Street	City	State	Zip	County
602 Thomas Street, Stroudsburg, PA 18360				Monroe

(b) Name of Commercial Registered Office Provider _____ County _____
c/o: _____

3. The statute by or under which it was incorporated: Chapter 23 of the Business Corporation Law

4. The date of its incorporation: 11/16/2010
(MM/DD/YYYY)

5. Check, and if appropriate complete, one of the following:
☒ The amendment shall be effective upon filing these Articles of Amendment in the Department of State.
☐ The amendment shall be effective on: _____ at _____
Date (MM/DD/YYYY) Hour (if any)

PA DEPT OF STATE

JUN 02 2023

DSCB:15-1915/5915-2

6. Check one of the following:

☐ The amendment was adopted by the shareholders or members pursuant to 15 Pa.C.S. § 1914(a) and (b) or § 5914(a).

☒ The amendment was adopted by the board of directors pursuant to 15 Pa. C.S. § 1914(c) or § 5914(b).

7. Check, and if appropriate complete, one of the following:

☐ The amendment adopted by the corporation, set forth in full, is as follows

☒ The amendment adopted by the corporation is set forth in full in Exhibit A attached hereto and made a part hereof.

8. Check if the amendment restates the Articles:

☐ The restated Articles of Incorporation supersede the original articles and all amendments thereto.

IN TESTIMONY WHEREOF, the undersigned corporation has caused these Articles of Amendment to be signed by a duly authorized officer thereof this

31st day of May, 2023.

RW Footwear, Inc.

Name of Corporation

Dean J. Meritto

Signature

CFO

Title

"EXHIBIT A"

SHAREHOLDER CONSENT AND RESOLUTION
RW FOOTWEAR INC.

The undersigned, being the 100% shareholder of RW Footwear Inc. (the "Corporation"), does hereby consent to the adoption of the following resolution and the taking of all actions permitted thereby.

WHEREAS, BBC International LLC ("BBC") owns 100% of the interests in the Corporation;

WHEREAS, BBC desires to authorize the change in name of the Corporation from RW Footwear Inc. to Gunnar & Troy Inc.;

NOW THEREFORE BE IT:

RESOLVED, that BBC hereby authorizes that any and all steps necessary to change the name of the Corporation to Gunnar & Troy Inc. shall be taken.

IN WITNESS WHEREOF, the undersigned have executed this instrument and direct that it be filed with the minutes of the Corporation as of 1st day of June, 2023.

BBC INTERNATIONAL LLC

By: Josue Solano
Josue Solano
Managing Member

B0573-0136 06/02/2023 8:44 AM Received by Pennsylvania Department of State