

F15000002685

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

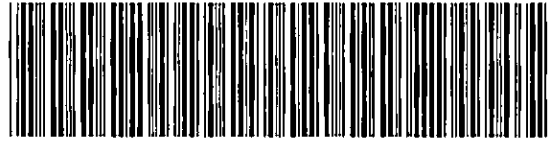
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



000318084540

09/10/18--01012--005 *\$35.00

2018 SEP 28 PM 4:40

SEP 14 2018

OCT 03 2018

COVER LETTER

2010 SEP 28 PM 4:56

TO: Amendment Section
Division of Corporations

SUBJECT: Simonton Black Architects, Inc.
Name of Corporation

DOCUMENT NUMBER: F15000002685

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Joc Leak
Name of Contact Person

Leak, Douglas J Morano, P.C.
Firm/Company

17 20th St. N., Suite 200
Address

Birmingham, AL 35203
City/State and Zip Code

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

For further information concerning this matter, please call:

Joc Leak at (205) 937-4799
Name of Contact Person Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

\$35.00 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

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)

F15000002685

(Document number of corporation (if known))

2018 SEP 28 PM 4:54

1. Simonton Black Architects, Inc.

(Name of corporation as it appears on the records of the Department of State)

2. Alabama

(Incorporated under laws of)

3. 06/19/2015

(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? 04/19/2018

5. B Group Architecture, 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. 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.

Joe Leak
(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Joe Leak

(Typed or printed name of person signing)

Attorney-in-Fact

(Title of person signing)

John H. Merrill
Secretary of State

P. O. Box 5616
Montgomery, AL 36103-5616

STATE OF ALABAMA

**I, John H. Merrill, Secretary of State of Alabama, having custody of the
Great and Principal Seal of said State, do hereby certify that**

as appears on file and of record in this office, the pages hereto attached, contain a true, accurate, and literal copy of the Articles of Amendment filed on behalf of B Group Architecture, Inc., as received and filed in the Office of the Secretary of State on 04/19/2018.



20180922000004812

In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the city of Montgomery, on this day.

09/22/2018

Date

A handwritten signature in cursive script that reads "John H. Merrill".

John H. Merrill

Secretary of State

STATE OF ALABAMA

DOMESTIC BUSINESS CORPORATION
AMENDMENT TO FORMATION/ARTICLES

County Division Code: AL040
Inst. # 2018037575 Pages: 1 of 5
I certify this instrument filed on
4/18/2018 10:28 AM Doc: PAMEND
Alan L. King, Judge of Probate
Jefferson County, AL. Rec: \$38.00

Clerk: PEEPLESC

PURPOSE: In order to amend a Business Corporation's (formerly known as For-Profit Corporation) Certificate of Formation/Articles of Incorporation under Section 10A-2-10.06 of the Code of Alabama 1975 this Amendment and the appropriate filing fees must be filed with the Office of the Judge of Probate in the county where the corporation was initially formed/incorporated.

INSTRUCTIONS: Mail one (1) signed original and two (2) copies of this completed form and the appropriate filing fees to the Office of the Judge of Probate in the county where the corporation's Certificate of Formation was recorded. Contact the Judge of Probate's Office to determine the county filing fees. Make a separate check or money order payable to the Secretary of State for the state filing fee of \$50.00 and the Judge of Probate's Office will transmit the fee along with a certified copy of the Amendment to the Office of the Secretary of State within 10 days after the filing is recorded. Once the Secretary of State's Office has indexed the filing, the information will appear at www.sos.alabama.gov under the Government Records tab and the Business Entity Records link - you may search by entity name or number. You may pay the Secretary of State fees by credit card if the county you are filing in will accept that method of payment (see attached). Your Amendment will not be indexed if the credit card does not authorize and will be removed from the index if the check is dishonored.

(For County Probate Office Use Only)

This form must be typed or laser printed.

- The name of the corporation from the Certificate of Formation/Articles of Incorporation:
Simonton Black Architects, Inc.
- The date the Certificate of Formation was filed in the county: 05/ 02 /2013 (format MM/DD/YYYY)
- The titles, dates, and places of filing of any previous Amendments: See Attached List.
Attach a listing if necessary.
- Alabama Entity ID Number (Format: 000-000): 281 - 615 **INSTRUCTION TO OBTAIN ID NUMBER TO COMPLETE FORM:** If you do not have this number immediately available, you may obtain it on our website at www.sos.alabama.gov under the Government Records tab. Click on Business Entity Records, click on Entity Name, enter the registered name of the entity in the appropriate box, and enter. The six (6) digit number containing a dash to the left of the name is the entity ID number. If you click on that number, you can check the details page to make certain that you have the correct entity - this verification step is strongly recommended.

(For SOS Use Only)

This form was prepared by: (type name and full address)

Joe L. Leak
17 20th St. North, Suite 200
Birmingham, AL 35203

RECEIVED DATE

APR 19 2018

SECRETARY OF STATE
OF ALABAMA

| | |
|---------------|-----------|
| Alabama | |
| Sec. Of State | |
| Entity Change | |
| 281-615 | D/C |
| Date | 4/19/2018 |
| Time | 14:30 |
| 180419 | 6 Pg |
| File | \$50.00 |
| Ackn | 1.00 |
| Exp | 1.00 |
| Total | \$50.00 |
| 05/053 | |

DOMESTIC BUSINESS CORPORATION AMENDMENT

[Instruction on Amendment completion: Be very specific about what must be changed if you are amending existing information. If the amendment includes a name change, a copy of the Name Reservation form issued by the Office of Secretary of State must be attached.

Registered agents and registered agent addresses are changed by filing a Change Of Registered Agent Or Registered Office By Entity form directly with the Office of the Secretary of State (the new agent's signature is required agreeing to accept responsibility). You may file the information as an Amendment also, but the change form must be on file with the Secretary of State per 10A-1-3.12(a) (2) to effect the change in the public records database.]

5. The following amendment was adopted on 04 / 13 / 2018 (format MM/DD/YYYY):

The name of the corporation is hereby changed to B Group Architecture, Inc.

Richard Simonton is hereby removed as a Director.

Additional Amendments and the dates on which they were adopted are attached.

Item 6, 7, or 8 MUST be checked/completed with any appropriate attachments.

6. The board of directors without shareholder action approved the Amendment. Shareholder action was not required.
7. The shareholders approved the Amendment. The total number of votes entitled to be cast was 2 (information is required for item a or b). Complete one of the following:
- a. The total number of votes cast for amendment was 2 and the total number of votes cast against amendment was 2.
- b. The total number of undisputed votes cast for amendment was _____ which was a sufficient number of votes to approve amendment.
8. Amendment by voting groups was required; the information required in item 5 above is provided for each voting group and is attached to and made part of this Domestic Business Corporation Amendment document.

04 / 13 / 2018
Date (MM/DD/YYYY)


Signature as required by 10A-2-1.20

Joe L. Leak
Typed Name of Above Signature

Attorney in Fact
Typed Title/Capacity to Sign under 10A-2-1.20

**ACTION BY UNANIMOUS WRITTEN CONSENT
OF THE DIRECTORS AND SHAREHOLDERS OF
SIMONTON BLACK ARCHITECTS, INC.**

The undersigned, being all of the Directors and Shareholders of Simonton Black Architects, Inc. ("Corporation"), do hereby adopt, ratify and consent to the following resolutions in lieu of a meeting:

WHEREFORE, the Director and Shareholder Richard F. Simonton ("Simonton") has requested to withdraw as a Director and Shareholder of the Corporation.

WHEREFORE, the remaining Director and Shareholder is amenable to his withdrawal and his voluntary separation from the Corporation as an employee.

THEREFORE, the Directors and Shareholders of the Corporation agree to following Unanimous Resolutions:

RESOLVED, that effective April 13, 2018, Simonton shall transfer all of his outstanding common stock (consisting of a total of ten (10) shares) to Philip Black for the amount of three thousand dollars (\$3,000.00), with the full approval of all Shareholders. The Shareholders hereby waive any requirements under the Bylaws of the Corporation or any Shareholder Agreement with regard to the offering of the shares to the Company or other Shareholders.

FURTHER RESOLVED, that the books and records of the Corporation shall be amended to reflect the transfer of shares from Simonton to Black and shall further reflect that as of April 13, 2018, Black owns a total of two hundred and ninety five (295) shares of common stock of the Corporation. These shares of the Corporation are all of the issued and outstanding shares as of said date.

FURTHER RESOLVED, that the Corporation shall henceforth be named B Group Architecture, Inc. Philip Black is hereby authorized to take such actions necessary to complete this name change and record the change with all necessary governmental entities.

FURTHER RESOLVED, that the Board of Directors shall consist of Philip Black. Philip Black shall serve as Chairman.

FURTHER RESOLVED, that the officers of the Corporation are as follows: President - Philip Black; Secretary/Treasurer - Philip Black.

FURTHER RESOLVED, that Philip Black is hereby empowered, authorized and directed to take any and all action on behalf of the Corporation as he, in his sole discretion, may deem necessary or appropriate to effectuate the purposes of these resolutions and shall have full authority to execute all documents associated with the transaction on behalf of the Corporation;

FURTHER RESOLVED, that this Action by Written Consent may be executed in multiple counterparts, by original or facsimile signature, each of which, taken together, shall constitute a single document;

DATED the 13th day of April, 2018.


 Philip Black, Shareholder & Director

 Richard Simonton, Shareholder & Director

| | | | | | | | |
|-----------------|---------------------|-------------------------|----------------|---------------|-------------------|---------------------------------|--------------------------|
| Total 05/053 | File Ackn Exp | \$50.00 1.00 1.00 | 180419 6 pg | Time 14:30 | Date 4/19/2018 | Entity Change D/C 281-615 | Sec. Of State Alabama |
| \$50.00 | | | | | | | |

TITLES, DATES AND PLACES OF PREVIOUS AMENDMENTS

2-21-2017, Name changed from Simonton Swaika Black Architects, Inc., Jefferson County

2-21-2017, Philip E. Black added as Director, Jefferson County

2-21-2017, Richard Simonton added as Director, Jefferson County

2-21-2017, Joseph N. Swaika removed as Director, Jefferson County

2-28-2017, Registered Office Street Address changed, Jefferson County

2-28-2017, Registered Office Mailing Address changed, Jefferson County

JOHN H. MERRILL
SECRETARY OF STATE

ALABAMA STATE CAPITOL
MONTGOMERY, AL 36130

STATE OF ALABAMA

I, John H. Merrill, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that

pursuant to the provisions of Title 10A, Chapter 1, Article 5, *Code of Alabama 1975*, and upon an examination of the entity records on file in this office, the following entity name is reserved as available:

B Group Architecture, Inc.

This name reservation is for the exclusive use of PHILIP E. BLACK, 104 23RD STREET SOUTH SUITE 200, NOT PROVIDED, AL 00000 for a period of one year beginning April 9, 2018 and expiring April 9, 2019.



In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

April 9, 2018

Date

John H. Merrill

A handwritten signature in black ink that reads "John H. Merrill". The signature is written in a cursive style and is positioned above a horizontal line.

Secretary of State

RES154131

Jefferson County

I, the Undersigned, as Judge of Probate in and for said County, in said State, hereby certify that the foregoing is a full, true and correct copy of the instrument with the filing of same as appears of record in this office in inst. # 2018037525

Given under my hand and official seal, this the 16th day of April, 2018

Alan L. King
Judge of Probate