

F19000001293

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

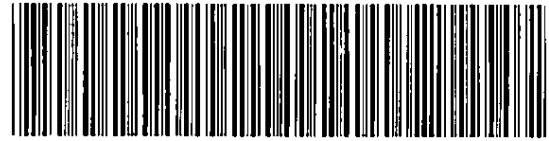
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



500429059065

05/02/24 -01002--004 **35.00

S. HUNT
05/02/24



FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

Attached are forms for a change of name, duration, or jurisdiction, for a foreign profit corporation qualified to do business in Florida as required by section 607.1504, Florida Statutes.

- Complete the appropriate application for amendment attached to this letter.
- An original certificate or a document of similar import from the state of incorporation evidencing the amendment must be submitted with the application. The certificate must be issued within the past 90 days.
- Fees for the amendment are:

Filing Fee	\$ 35.00 (Includes a letter of acknowledgment)
Certified Copy (optional)	\$ 8.75
Certificate of Status (optional)	\$ 8.75
- Send one check in the total amount made payable to the Florida Department of State.
- Please include a letter containing your telephone number, return address and certification requirements, or complete the attached cover letter.

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

For further information, you may call (850) 245-6050.

CR2E019A (1/20)

COVER LETTER

TO: Amendment Section Division of Corporations

SUBJECT: Mynd Management Inc
Name of Corporation

DOCUMENT NUMBER: F19000001693

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Christine Todman
Name of Contact Person

Mynd Management Inc
Firm/Company

1611 Telegraph Ave #1200
Address

Oakland, CA 94612
City/State and Zip Code

Christine.Todman@mynd.co
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Christine Todman at (704) 862-4710
Name of Contact Person Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

- | | | | |
|---|---|--|---|
| <input checked="" type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee & Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee & Certified Copy | <input type="checkbox"/> \$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

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)

F19000001693
(Document number of corporation (if known))

1. Mynd Management Inc.
(Name of corporation as it appears on the records of the Department of State)
2. Delaware 3. April 2nd 2019
(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? _____
5. _____
(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

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

Title/ Capacity	Name	Address	Type of Action
Vice President Broker Officer	Christine Todman	1611 Telegraph Ave #1200 Oakland, CA 94612	<input checked="" 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

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.

DocuSigned by:

John Groberg

4/29/2024

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

John Groberg

VP Florida Brokerage Services

(Typed or printed name of person signing)

(Title of person signing)

FILING FEE \$35.00

**ACTION BY UNANIMOUS WRITTEN CONSENT
OF THE BOARD OF DIRECTORS OF
MYND MANAGEMENT, INC.
(a Delaware corporation)**

April ~~1~~⁴ 2024

Pursuant to Section 141(f) of the General Corporation Law of the State of Delaware, the undersigned, being all of the members of the Board of Directors (the "**Board**") of Mynd Management, Inc., a Delaware corporation (the "**Corporation**"), hereby adopt and approve the following resolutions by unanimous written consent without a meeting effective as of the date first written above (unless otherwise noted in the resolutions).

1. Amendment of Stock Option Vesting Commencement Date.

WHEREAS, on March 17, 2021, the Board previously granted a stock option to [REDACTED] under the Corporation's 2016 Equity Incentive Plan (as may be amended from time to time) to purchase up to [REDACTED] shares of the Corporation's Common Stock (the "**Option**") that remains outstanding as of the date hereof.

WHEREAS, the Board has determined that it is in the best interest of the Corporation and its stockholders to amend the vesting commencement date of the [REDACTED] Option from December 1, 2020 to May 1, 2020 (the "**Amended Vesting Commencement Date**").

NOW, THEREFORE, BE IT RESOLVED, that the Board hereby adopts and approves the Amended Vesting Commencement Date such that the vesting commencement date of the [REDACTED] Option shall be May 1, 2020.

RESOLVED FURTHER, that, except as set forth in the preceding resolutions, all other terms of the [REDACTED] Option and the related stock option agreement shall remain unchanged.

RESOLVED FURTHER, that the officers of the Corporation, and each of them with full authority to act without the others, are hereby authorized and directed to execute all documents and take all other actions necessary or advisable in order to carry out and perform the purposes of the foregoing resolutions, including preparing any documentation that reflects the provisions approved by the Board hereunder, and to cause to be prepared and to execute, deliver, file and perform all other instruments, documents and certificates as in the judgment of the officers or counsel to the Corporation shall be necessary or advisable to carry out the intent of the foregoing resolutions, including the Amended Vesting Commencement Date, and the execution of any such instrument, document or certificate or the taking of any such action in connection with the foregoing shall conclusively establish the authority of the officer with respect thereto and the approval and ratification by the Board of the instrument, document or certificate so executed or the action so taken.

2. Appointment Of Vice President, Broker Officer.

WHEREAS, the Corporation has acted as a professional property manager pursuant to real estate broker licenses (each a "**License**", and together, the "**Licenses**") from the applicable agencies in each of the states of Arizona, Alabama, Colorado, Florida, Georgia, Washington and Tennessee (the "**Applicable States**").

WHEREAS, the applicable agencies in the Applicable States require that the Corporation appoint a designated corporate officer, who shall be responsible for the supervision and control of the activities requiring the Licenses which are conducted, on behalf of the Corporation, by its officers and employees.

WHEREAS, it is in the best interests of the Corporation to appoint each of the individuals as listed in Exhibit A hereto as a Vice President, Broker Officer, to be responsible for the supervision and control of the activities requiring a License in each of the Applicable States next to each individual's name as listed in Exhibit A, on behalf of the Corporation (the "*Broker Officer Appointments*").

NOW, THEREFORE, BE IT RESOLVED, that the Broker Officer Appointments are hereby approved, confirmed and ratified by the Board with regards to the Licenses in each Applicable State as listed in Exhibit A.

RESOLVED FURTHER, that each of the Broker Officer Appointments shall continue until such appointment is terminated by the Corporation or until the Vice President, Broker Officer's successor is duly elected and qualified.

RESOLVED FURTHER, that each Vice President, Broker Officer be, and hereby is, authorized to sign and deliver any agreement in the name of the Corporation and to obligate the Corporation in any respect relating to the control of activities by the Corporation's officers and employees requiring a License, and any other business matters of the Corporation relating to the Licenses, within budgets approved by the Board.

3. **Ratification.**

RESOLVED, that the Board hereby ratifies, confirms, approves and adopts all actions previously taken by officers or directors of the Corporation that are approved by the foregoing resolutions.

4. **Omnibus Resolution.**

RESOLVED, that the officers of the Corporation, and each of them with full authority to act without the others, are hereby authorized to do all things necessary or desirable, in their sole discretion, to carry out the intent of the foregoing resolutions.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

This consent may be executed in any number of counterparts, each of which when so executed and delivered shall be deemed an original, and such counterparts shall together constitute one and the same document.

Date: 4/25/2024

Doug Brien
Doug Brien, Director

Date: 4/25/2024

Colin Wiel
Colin Wiel, Director

Date: 4/25/2024

Richard L. Boyle
Rich Boyle, Director

Date: 4/25/2024

Will Kohler
Will Kohler, Director

Date: 4/24/2024

Clelia Warburg Peters
Clelia Warburg Peters, Director

Date: 4/25/2024

C. Thomas Richardson
C. Thomas Richardson, Director

Date: 4/24/2024

Bert Crouch
Bert Crouch, Director

Date: 4/25/2024

Chuckie Reddy
Chuckie Reddy, Director

EXHIBIT A

Broker Officer Appointment

Name of Broker Officer	State of Appointment
Leo Sanchez	Arizona
Laura Nelson	Alabama
Paula Meneses	Colorado
Christine Todman	Florida
Jarrett Glass	Georgia
Jarrett Glass	Washington
Jarrett Glass	Tennessee