

F47022

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TED H. BARTELSTONE

Attorney at Law

525 Fairways Circle
Creve Coeur, Missouri 63141

Telephone/Fax (314)-983-0225
Cell (305)-984-0208

Email Bstonelaw@aol.com

Also admitted in Florida

September 13, 2022

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

Re: Robert Wade and Associates, P.A.- Document
No F47022 - Articles of Amendment

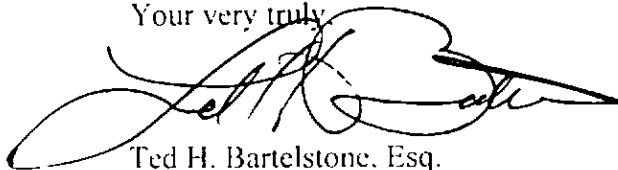
Dear Sir or Madam:

I represent Robert Wade and Associates, P.A. and Donna Wade, as the surviving spouse of Robert Wade, now deceased. I enclose:

- Cover Letter
- Articles of Amendment
- Corporate Resolution
- Certificate of Death
- Check payable to the Florida Secretary of State for \$35.00

Please file the enclosed and update the corporate records of the corporation. Please contact me with any questions.

Your very truly,



Ted H. Bartelstone, Esq.

THB:lbw
enclosures

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Robert Wade and Associates, P.A. _____

DOCUMENT NUMBER: F47022 _____

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

Please return all correspondence concerning this matter to the following:

Ted H. Bartelstone, Esq. (FL Bar No. 245836)

Name of Contact Person

Firm/ Company

525 Fairways Circle

Address

Creve Coeur, MO 63141-7521

City/ State and Zip Code

bstonelaw@aol.com

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

For further information concerning this matter, please call:

Ted H. Bartelstone, Esq. (FL Bar No. 245836) at (305) 984-0208

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:

- | | | | |
|---|--|---|--|
| <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
(Additional copy is
enclosed) | <input type="checkbox"/> \$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
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

Articles of Amendment
to
Articles of Incorporation
of

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2022 SEP 19 PM 2:58

Robert Wade and Associates, P.A.

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

F47022

(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)

n/a

C. Enter new mailing address, if applicable:
(Mailing address MAY BE A POST OFFICE BOX)

n/a

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 Donna Wade

(Florida street address)

New Registered Office Address: 520 Brickell Key Drive, Office Plaza 201, Miami, FL 33131
(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.

Donna Wade

Signature of New Registered Agent, if changing

Check if applicable

☒ The amendment(s) is are being filed pursuant to s. 607.0120 (1)(c), F.S.

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:

X Change PT John Doe

X Remove V Mike Jones

X Add SV Sally Smith

Type of Action (Check One)	Title	Name	Address
1) <u> </u> Change	<u>P/C</u>	<u>Robert C. Wade</u>	<u>520 Brickell Key Dr.</u>
<u> </u> Add			<u>Office Plaza 201</u>
<u>X</u> Remove			<u>Miami, FL 33131</u>
2) <u> </u> Change	<u>P, S, T</u>	<u>Laura Wade Larrabee</u>	<u>520 Brickell Key Dr.</u>
<u>X</u> Add			<u>Office Plaza 201</u>
<u> </u> Remove			<u>Miami, FL 33131</u>
3) <u> </u> Change	<u>VP, D</u>	<u>Donna Wade</u>	<u>520 Brickell Key Dr.</u>
<u>X</u> Add			<u>Office Plaza 201</u>
<u> </u> Remove			<u>Miami, FL 33131</u>
4) <u> </u> Change			
<u> </u> Add			
<u> </u> Remove			
5) <u> </u> Change			
<u> </u> Add			
<u> </u> Remove			
6) <u> </u> Change			
<u> </u> Add			
<u> </u> Remove			

E. If amending or adding additional Articles, enter change(s) here:

(Attach additional sheets, if necessary. Be specific)

N A

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)

N A

The date of each amendment(s) adoption: _____, if other than the date this document was signed.

Effective date if applicable: _____
(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 incorporators, or board of directors without shareholder action and shareholder action was not required.
- ☒ 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 Donna Wade, 100% shareholder
(voting group)

Dated September 1, 2022

Signature Donna Wade

(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)

Donna Wade

(Typed or printed name of person signing)

Vice-President

(Title of person signing)

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SECRET
TALLAHASSEE, FL

CORPORATE RESOLUTION OF ROBERT WADE & ASSOCIATES, P.A.

Recitals

Whereas, Robert Wade, the original sole shareholder, and President of Robert Wade & Associates, P.A., died on September 6, 2021; and

Whereas, by reason of the death of Robert Wade, Donna Wade, his spouse, has now become the owner of all shares of Robert Wade & Associates, P.A.; and

Whereas, Donna Wade desires that Robert Wade & Associates, P.A. continue in the practice of architectural services; and

Whereas, there is a need to elect new corporate directors, officers and a new registered agent.

Now, Donna Wade, as the owner of all the outstanding and issued shares of Robert Wade & Associates, P.A. held a meeting of Shareholders on September 1, 2022, and duly passed a Resolution as follows:

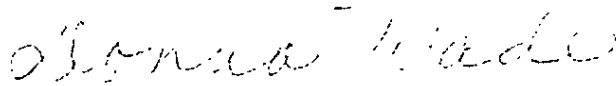
1. The foregoing Recitals are true and correct.
2. Donna Wade was elected as the sole Director of the corporation;
3. Laura Wade Larrabee was elected as President, Secretary and Treasurer of the corporation;
4. Donna Wade was elected as Vice President of the corporation;
5. Donna Wade was elected as Registered Agent of the corporation for the service of process.

The meeting was thereafter adjourned and the corporation was authorized to direct that the above information be transmitted to the Florida Secretary of State by way of the appropriate

Robert Wade & Associates, P.A.
Corporate Resolution - September 1, 2022
Page 2

amendment to the corporate records, and otherwise comply with the laws of Florida regarding its corporate existence.

DONE this 1st day of September, 2022.

A handwritten signature in cursive script that reads "Donna Wade".

Donna Wade, 100% Shareholder of the Corporation