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TALLAHASSEE, FLORIDA

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T. LEMIEUX

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Smith Brothers Body Shop Inc.

DOCUMENT NUMBER: F57775

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

Please return all correspondence concerning this matter to the following:

Jennifer M. Taylor
Name of Contact Person

Taylor Law Firm P.A.
Firm/ Company

420 S. Lawrence Blvd.
Address

Keystone Heights, FL 32656
City/ State and Zip Code

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

For further information concerning this matter, please call:

Jennifer M. Taylor at (352) 473-8088
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
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION
OF
SMITH BROTHERS BODY SHOP, INC.

FILED
15 DEC 21 AM 8:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Smith Brothers Body Shop, Inc. ("the corporation"), by and through its undersigned directors and sole shareholder, files these Articles of Amendment pursuant to Florida Statutes Section 607.1006.

The following amendment was adopted by the directors and sole shareholder of the corporation on December 15, 2015. The number of votes cast for the amendment by the directors and sole shareholder was sufficient for approval.

The text of the amendment is as follows:

"RESOLVED, that the capital structure of the corporation shall be amended and reorganized by the creation of two classes of authorized shares of common stock, one class to consist of Ten (10) shares of voting stock and one class to consist of Ninety (90) shares of non-voting stock; and

"RESOLVED, that the corporation's Articles of Incorporation as filed with the Florida Department of State shall be amended as follows for the purpose of effectuating the foregoing resolution, effective as of the date of filing such amendment with the Florida Department of State:

"Article III of the Articles of Incorporation shall be amended and completely restated as follows:

"ARTICLE III

"Section 1. The maximum number of shares this corporation is authorized to issue shall be as follows:

"Class A Voting Common Stock: Ten (10) shares of Class A Voting Common Stock having a par value of One Dollar (\$1.00) per share; and

"Class B Non-Voting Common Stock: Ninety (90) shares of Class B Non-Voting Common Stock having a par value of One Dollar (\$1.00) per share.

"All stock shall be fully paid and non-assessable.

"Section 2. The Class A Voting Common Stock shall have the sole and exclusive voting rights and privileges, each share of Class A Voting Common Stock being entitled to one (1) vote. In the event of the liquidation, dissolution or winding up of the corporation, whether voluntary or otherwise, the holders of Class A Voting Common Stock shall be

entitled, after payment of the debts of the corporation, to their aliquot share of all remaining assets of the corporation in proportion to the total number of shares of Class A Voting Common Stock and Class B Non-Voting Common Stock then issued and outstanding.

"Section 3. The Class B Non-Voting Common Stock shall have no voting rights or privileges whatsoever, all such voting rights and privileges being vested solely and exclusively in the Class A Voting Common Stock. In the event of the liquidation, dissolution or winding up of the corporation, whether voluntary or otherwise, the holders of Class B Non-Voting Common Stock shall be entitled, after payment of the debts of the corporation, to their aliquot share of all remaining assets of the corporation in proportion to the total number of shares of Class A Voting Common Stock and Class B Non-Voting Common Stock then issued and outstanding.

"Section 4. The corporation has elected to be taxed as a "small business corporation" for income tax purposes under the provisions of Section 1362 of the Internal Revenue Code. These articles of incorporation and the bylaws of the corporation shall be construed, interpreted, applied and enforced only in a manner that is consistent with said election. Any provisions of the articles of incorporation and bylaws that are inconsistent with said election shall be invalid and unenforceable, but only to the extent of the inconsistency. Without limiting the generality of the foregoing, the distribution and liquidation rights of Class A Voting Common Stock and Class B Non-Voting Common Stock shall be identical in all respects.

"Section 5. The shareholders, regardless of the class of stock held, shall have no preemptive rights with respect to the capital stock or securities of the corporation of any class, and the corporation from time to time may issue and sell shares of its capital stock of any class, may issue and grant rights and options to purchase shares of such capital stock and may issue and sell its bonds, notes, debentures and other securities convertible into stock of the corporation without offering such shares, rights or options to purchase shares, bonds, notes, debentures or other securities (whether now or hereafter authorized) to the shareholders then holding shares of any class of its capital stock.

"Section 6. The consideration to be paid for each share shall be payable in lawful money of the United States of America, or in property, labor or services which, in the judgment of the board of directors of this corporation, shall be of the valuation equivalent to the value of the stock to be issued.

"Section 7. After the effective date of this amended Article III, the shares of the corporation's issued and outstanding common stock shall be converted to Ten (10) shares of Class A Voting Common Stock of the corporation and Ninety (90) shares of Class B Non-Voting Common Stock of the corporation, at the time and in the manner prescribed by the corporation's board of directors.

"RESOLVED, by the director, sole shareholder and treasurer of the corporation are authorized and directed to file appropriate Articles of Amendment with the Florida Department of State, Division of Corporations, to provide notice of the foregoing amendment."

IN WITNESS WHEREOF, the undersigned have executed these Articles of Amendment on December 15, 2015.

[Signature]
Witness

Witness Printed Name:

Jennifer M. Taylor

Witness

Witness Printed Name:

James J. Taylor Jr.

SMITH BROTHERS BODY SHOP, INC.,
a Florida profit corporation

By

[Signature]

Thomas A. Smith

Its Director and Sole Shareholder

By

[Signature]

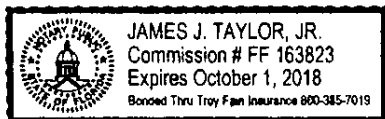
Janet D. Smith

Its Director

STATE OF FLORIDA

COUNTY OF Bradford

The foregoing Articles of Amendment were acknowledged before me this 15th day of December, 2015, by Thomas A. Smith, as Director and Sole Shareholder, and Janet D. Smith, as Director, of Smith Brothers Body Shop, Inc., a Florida profit corporation, who are personally known to me.



[Signature]

James J. Taylor Jr.

Notary Public, State of Florida

[Seal]