

578362

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DIVISION OF CORPORATIONS
TALLAHASSEE FLORIDA

**COR AMND/RESTATE/CORRECT OR O/D RESIGN
INTERNATIONAL COMPUTER NEGOTIATIONS, INC.**

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
INTERNATIONAL COMPUTER NEGOTIATIONS, INC.**

Florida Document Number: J78362

Pursuant to the provisions of Section 607.1006, Florida Statutes, this **Florida Profit Corporation** adopts the following amendment(s) to its Articles of Incorporation:

This amendment is submitted to amend the following:

- ☒ **Amending the Officers and/or Directors of record:**
(Enter the name and title of each officer and director being removed, and the name, title and address of each officer or director being added or changed)

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
Director, President	<u>AUER, JOSEPH III</u>	<u>P.O. Drawer 2970</u> <u>Winter Park, FL 32790-2970</u>	<u> </u> Add <u> X </u> Change <u> </u> Remove
Director, VP, Treasurer	<u>AUER, JOSEPH IV</u>	<u>P.O. Drawer 2970</u> <u>Winter Park, FL 32790-2970</u>	<u> X </u> Add <u> </u> Change <u> </u> Remove
Director, VP Secretary	<u>AUER, JOSEPH IV</u>	<u>P.O. Drawer 2970</u> <u>Winter Park, FL 32790-2970</u>	<u> X </u> Add <u> </u> Change <u> </u> Remove

- ☒ **Amending Other Information:**
(Be specific; attach additional sheets if necessary. If an amendment provides for an exchange, reclassification, or cancellation of issued shares, state the provisions for implementing the amendment)

Article IV is hereby amended by deleting the provisions of said Article as it presently exists and substituting the following in its place and stead for all purposes:

[1027418/1]

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Articles of Amendment
International Computer Negotiations, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDAARTICLE IV.
CAPITAL STOCK

1. Authorized Stock. The capital stock authorized, the par value thereof, and the class of such stock shall be as follows:

<u>Number of Shares Authorized</u>	<u>Par Value</u>	<u>Class of Stock</u>
1,000	\$0.01	Class A Voting Common
9,000	\$0.01	Class B Non-Voting Common

2. Voting Rights. The Class A Voting Common Stock shall possess and exercise exclusive voting rights and, at all meetings of the shareholders, each record holder of such Class A Voting Common Stock shall be entitled to one vote for each share held. Shareholders holding Class A Voting Common Stock shall have no cumulative voting rights in any election of directors of the Corporation. Class B Non-Voting Common Stock shall possess no voting rights other than as required by law.

- ☒ 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)

Immediately upon the effectiveness of these Articles of Amendment, the shares of Common Stock outstanding shall be converted into shares of Class A Voting Common Stock and/or Class B Non-Voting Common Stock, as agreed upon by the shareholders.

The Corporation will expeditiously coordinate with its shareholders to arrange for (i) the surrender of the old certificates and (ii) the issuance of new certificates representing the agreed upon voting and/or non-voting shares.

Adoption of Amendment(s):

The Amendment(s) was/were adopted by:

- ☒ the shareholders. The number of votes cast for the amendment by the shareholders was sufficient for approval.
- ☐ the board of directors without shareholder action. Shareholder action was not required.
- ☐ the incorporators without shareholder action. Shareholder action was not required.


The date of adoption for each amendment: September 25, 2014

Effective date if different than the date of filing: _____
(Cannot be prior to date of filing or, if delayed, more than 90 days after amendment file date)

[1027418/1]

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Dated: September 25, 2014.


(Signature)
Joseph Auer III
(Typed or printed name of person signing)
President
(Title of person signing)