

L20303

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Amended
SG

12-6-2007

FILED
2007 DEC -3 AM 10:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Hill Labs, Inc.

DOCUMENT NUMBER: L20303

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

Please return all correspondence concerning this matter to the following:

Linda Schlotterbeck

(Name of Contact Person)

Husch & Eppenger, LLC

(Firm/ Company)

190 Carondelet Plaza, Suite 600

(Address)

St. Louis, MO 63105

(City/ State and Zip Code)

For further information concerning this matter, please call:

Linda Schlotterbeck at (314) 480-1626
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☐ \$35 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

Articles of Amendment
to
Articles of Incorporation
of

Hill Labs, Inc.

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

FILED

2007 DEC -3 AM 10:52

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

L20303

(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:

NEW CORPORATE NAME (if changing):

(Must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.")
(A professional corporation must contain the word "chartered", "professional association," or the abbreviation "P.A.")

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

Article Number FOUR is amended to read as follows:

The aggregate number of shares which the corporation shall have authority to issue shall be 6,000 shares of common

stock with \$0.001 par value, of which 600 shares shall be Class A Voting Common Stock with \$0.001 par value, and 5,400 shares shall be

Class B Non-Voting Common Stock with \$0.001 par value and having no voting rights whatsoever. Rights of holders of shares of Class A

Voting Common Stock and holders of shares of Class B Non-Voting Common Stock shall be identical, except that holders of shares of

Class B Non-Voting Common Stock shall have no voting rights whatsoever.

(Attach additional pages if necessary)

If an amendment provides for 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)

Please see the attached.

(continued)

The date of each amendment(s) adoption: 11/27/07

Effective date if applicable: _____
(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(CHECK ONE)**

☒ The amendment(s) was/were approved 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 _____"
(voting group)

☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signature _____

(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)

Jerry S. Roth

(Typed or printed name of person signing)

President and Director

(Title of person signing)

FILING FEE: \$35

Exhibit A to Articles of Amendment

If an amendment provides for exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself:

The amendment to Articles Number FOUR exchanges and reclassifies the 60 shares of common stock with \$1.00 par value which are presently issued and outstanding into 6,000 shares of common stock with \$0.001 par value which shares shall be split between 600 shares of Class A Voting Common Stock and 5,400 shares of Class B Non-Voting Common Stock. For each ten shares of old common stock that a holder owns, he shall receive in exchange therefore one share of Class A Voting Common Stock and nine shares of Class B Non-Voting Common Stock.