

L20481

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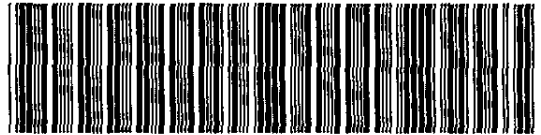
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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2/1/06

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: TOMASELLO & ASSOCIATES, INC.

DOCUMENT NUMBER: L20481

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

Please return all correspondence concerning this matter to the following:

Ryan M. Stern

(Name of Contact Person)

Stern Law Offices, LLC

(Firm/ Company)

3351 S. Field Street, #174

(Address)

Lakewood, CO 80227

(City/ State and Zip Code)

For further information concerning this matter, please call:

Ryan Stern

(Name of Contact Person)

at (303) 981-6513

(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

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF
TOMASELLO & ASSOCIATES, INC.
DOC. #: L20481

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions to Section 607.1006, Florida Statutes, this Florida Corporation adopts the following amendments to its articles of incorporation

FIRST: The name of the Corporation is: COMPUTER MANAGEMENT CONSULTANTS LIMITED, INC.

SECOND: Article III of the Corporation's Articles of Incorporation, as amended, is amended in its entirety to read as follows:

The maximum number of shares of capital stock that the Corporation is authorized to issue and have outstanding at any time is 2,000,000 shares of common stock having a par value of \$0.01 per share and divided into 1,000,000 shares of Class A (Voting) common stock and 100,000,000 shares of Class B (Non-voting) common stock. All or any part of the consideration for the issuance of the capital stock of this Corporation may be in cash, property or labor services at a fair valuation to be fixed by the Board of Directors at a meeting called for that purpose, which consideration, in any event, shall not be less than the par value of the shares issued therefore. All stock when issued shall be fully paid and non-assessable. The Corporation has the right to purchase or otherwise acquire shares of its own capital stock to the extent permitted by law, its Bylaws, the Articles of Incorporation, or any agreement duly executed on behalf of the Corporation.

The Class A (Voting) common stock is voting stock and the Class B (Non-voting) common stock is non-voting stock. The voting power of this Corporation shall be vested solely in the Class A (Voting) common stock. Holders of shares of the Class A (Voting) common stock shall be entitled to one vote for each share of Class A (Voting) common stock. There shall be no cumulative voting in the election of directors. Other than voting differences, the Class A (Voting) common stock and the Class B (Non-voting) common stock have identical economic rights including dividends and distributions (operating and liquidating) and shall have the same preferences, limitations and relative rights, on a share for share basis.

THIRD: The amendments were approved by the Shareholders and Board of Directors. The number of votes cast was sufficient for approval.

Signed this 23rd day of February, 2006

TOMASELLO & ASSOCIATES, INC.

By: 

Alfred E. Schaer, Chairman and Director