

L70735

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FILED
2010 SEP 20 AM 11:45
SEC. DEPT. OF STATE
TALLAHASSEE, FL 32310

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: BEST BAKED GOODS INC

DOCUMENT NUMBER: L70735

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

Please return all correspondence concerning this matter to the following:

ANTHONY J REITANO CPA

Name of Contact Person

ANTHONY J REITANO CPA LLC

Firm/ Company

4400 N FEDERAL HIGHWAY, SUITE 210

Address

BOCA RATON, FLORIDA 33431

City/ State and Zip Code

worldwbr@aol.com

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

For further information concerning this matter, please call:

ANTHONY J REITANO

Name of Contact Person

at (561)

392-4811

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount made payable to the Florida Department of State:

☐ \$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

BEST BAKED GOODS INC

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

L70735

(Document Number of Corporation (if known))

FILED
2010 SEP 20 AM 11:45
SECRETARY OF STATE
TALLAHASSEE, FL 32399

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)

C. Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

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:

New Registered Office Address:

(Florida street address)

_____, Florida
(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.

Signature of New Registered Agent, if changing

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)

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove

E. If amending or adding additional Articles, enter change(s) here:
(attach additional sheets, if necessary). (Be specific)

SEE EXHIBIT I ATTACHED

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)

EXHIBIT I
FORM OF
ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
BEST BAKED GOODS INC

Pursuant to the provisions of section 607.1006, Florida Statutes, Best Baked Goods Inc., a Florida corporation (the "Corporation"), adopts the following amendment to its Articles of Incorporation:

- FIRST:** The Articles of Incorporation of the Corporation was filed on May 3, 1990, and assigned document number L70735.
- SECOND:** This Amendment to the Articles of Incorporation set forth below was adopted by the Shareholders of the Corporation. The number of votes cast for the amendment by the Shareholders were sufficient for approval.
- THIRD:** The Corporation's Articles of Incorporation are hereby amended to change the current number of authorized shares from 4000 (four thousand) to 10000 (ten thousand).
- FOURTH:** Except as hereby amended, the Articles of Incorporation of the Corporation shall remain the same.
- FIFTH:** The effective date of this amendment shall be January 1, 2010.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment to Articles of Incorporation effective on the 1st day of January 2010.


By _____
Name: John T Gerecs
Title: President

**UNANIMOUS WRITTEN CONSENT
OF
ALL OF THE SHAREHOLDERS
OF
BEST BAKED GOODS INC**

THE UNDERSIGNED, being all of the Shareholders of Best Baked Goods Inc, a Florida corporation (the "Corporation"), pursuant to the provisions of the laws of the State of Florida, do hereby consent that when the undersigned have signed this consent, the resolutions set forth below shall be deemed to have been adopted to the same extent and to have the same force as if adopted at formal meeting of the Shareholders of the Corporation, duly called and held for the purpose of acting upon proposals to adopt such resolutions.

WHEREAS, the Corporation is authorized to issue 4000 shares of capital stock;
and

WHEREAS, the Corporation has issued 4000 shares of capital stock; and

WHEREAS, the undersigned believe that it is in the best interests of the Corporation to amend the Articles of Incorporation of the Corporation to authorize additional shares of capital stock.

NOW, THEREFORE, BE IT

RESOLVED, that Articles of Incorporation of the Corporation is hereby amended to change the current number of authorized shares from 4000 to 10000; and be it

FURTHER RESOLVED, that the Articles of Amendment to the Articles of Incorporation of the Corporation, substantially in the form attached hereto as Exhibit "I", are hereby approved, confirmed and adopted; and be it

FURTHER RESOLVED, that the President or any officer of the Corporation, and the firm of Anthony J Reitano CPA LLC, are hereby, authorized and empowered, in the name and on behalf of the Corporation, to execute and file or cause to be filed with the Secretary of State of the State of Florida the Articles of Amendment to the Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned being all the Shareholders of the Corporation, have executed this Written Consent effective as of the 1st day of January 2010.

SHAREHOLDERS:


JOHN T. GERECS

President


EDWARD GERECS

Secretary/Treasurer

June 18, 2010

The date of each amendment(s) adoption: JANUARY 1, 2010

Effective date if applicable: JANUARY 1, 2010
(date of adoption is required)
(no more than 90 days after amendment file date)

Adoption of Amendment(s) (CHECK ONE)

☒ 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 _____."
(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.

Dated 8-16-10

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)

Edward Gerecs
(Typed or printed name of person signing)

VP
(Title of person signing)