

M 70681

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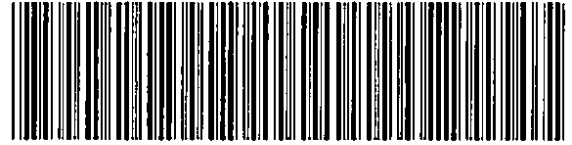
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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Builder's Plus, Inc.

DOCUMENT NUMBER: M70681

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

Please return all correspondence concerning this matter to the following:

Linda L. Snelling, Esquire

Name of Contact Person

Bankier, Arlen and Snelling Law Group, PLLC

Firm/ Company

101 SE 6th Avenue, Suite G

Address

Delray Beach, Florida 33483

City/ State and Zip Code

acole@bankierlaw.com

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

For further information concerning this matter, please call:

Linda L. Snelling, Esquire at (561) 501-7778
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 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 checked="" 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
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

FIRST AMENDMENT TO
ARTICLES OF INCORPORATION
OF BUILDER'S PLUS, INC.,
A Florida Corporation

Pursuant to Florida Statutes, the Articles of Incorporation of BUILDER'S PLUS, INC., a Florida Corporation, hereafter referred to as the "Corporation" is amended to read as follows:

Article III of the Articles of Incorporation of the Corporation are hereby deleted in its entirety, and the following text is inserted in lieu thereof:

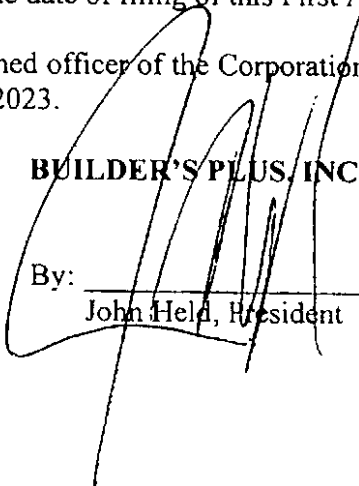
"The aggregate number of shares, classes of shares and par value of shares which the Corporation shall have authority to issue is: 750 shares of Class A (Voting) Common Stock having a par value of \$1.00 per share, and 6,750 shares of Class A (Non-Voting) Common Stock having a par value of \$1.00 per share. Each share of Class A (Non-Voting) Common Stock shall be in respects equal to each share of Class A (Voting) Common Stock except that, unless otherwise provided by law, the holders of Class A (Non-Voting) Common Stock shall not be entitled to vote."

The foregoing Amendment to the Articles of Incorporation of the Corporation was duly adopted and approved by resolution by written consent of the Shareholders and Directors of the Corporation on Aug 8, 2023, pursuant to Florida Statutes. The number of votes cast in favor of the foregoing Amendment by the Shareholders was sufficient for the approval of the Amendment.

This Amendment shall be effective as of the date of filing of this First Amendment.

IN WITNESS WHEREFORE, the undersigned officer of the Corporation has executed this First Amendment effective August 8, 2023.

BUILDER'S PLUS, INC.

By: 
John Held, President

**UNANIMOUS WRITTEN CONSENT
OF THE
BOARD OF DIRECTORS AND SHAREHOLDERS**

The undersigned, constituting the Shareholders and Directors of BUILDER'S PLUS, INC., a Corporation organized under the laws of the State of Florida (the "Corporation"), by consent by resolution in writing pursuant to F.S. 607.0205(2) of the Florida Business Corporation Act, without the formality of convening a meeting, hereby consent to the following action of the Corporation:

RESOLVED THAT:

1. The Shareholders and Directors deem it advisable that the Corporation adopt, approve and implement the following Plan of Recapitalization, and such Plan of Recapitalization is hereby adopted, approved, and ratified.

PLAN OF RECAPITALIZATION

A. The Articles of Incorporation of the Corporation shall be amended to provide that the aggregate number of shares which the Corporation shall have authority to issue is 750 shares of Class A (Voting) Common Stock with a par value of \$1.00 per share, and 6,750 shares of Class A (Non-Voting) Common Stock with a par value of \$1.00 per share, such Class A (Voting) Common Stock to have exclusive voting rights, except as may otherwise be provided by law.

B. Immediately upon such Amendment becoming effective:

i. All of the then existing shares of the presently authorized Common Stock of the Corporation (the "Old Common Stock") shall automatically be canceled; and

ii. The holder of the Old Common Stock shall automatically become the holder of Seven Hundred and Fifty (750) shares of new Class A (Voting) Common Stock and of Six Thousand Seven Hundred and Fifty (6,750) shares of new Class A (Non-Voting) Common Stock, with the result that the ownership of the stock will be as follows:

Shareholder	Number of Shares of Class A (Voting) Common Stock	Number of Shares of Class A (Non-Voting) Common Stock	Total
John Held	750	6,750	7,500
Total	750	6,750	7,500

C. As soon as practical after the Amendment becomes effective, the Shareholders of the Corporation shall surrender to the Corporation all Certificates representing the then outstanding shares of the Old Common Stock of the Corporation.

D. The appropriate officers of the Corporation shall be authorized and empowered to take such action and to execute such documents on behalf of and in the name of the Corporation as may be reasonably necessary to implement and carry out the terms of this Plan of Recapitalization.

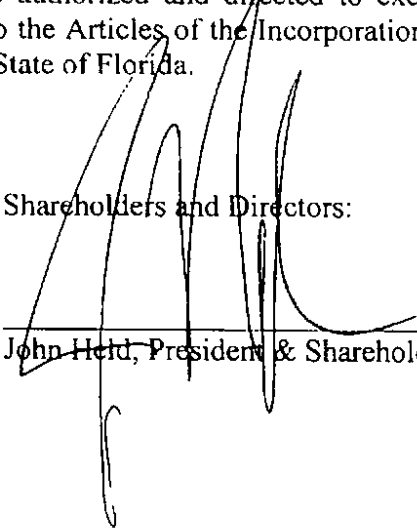
2. The Articles of Incorporation of the Corporation shall be amended to read as follows:

"The aggregate number of shares, classes of shares and par value of shares which the Corporation shall have authority to issue is: 750 shares of Class A (Voting) Common Stock having a par value of \$1.00 per share, and 6,750 shares of Class A (Non-Voting) Common Stock having a par value of \$1.00 per share. Each share of Class A (Non-Voting) Common Stock shall be in respect equal to each share of Class A (Voting) Common Stock except that, unless otherwise provided by law, the holders of Class A (Non-Voting) Common Stock shall not be entitled to vote."

3. The President of the Corporation is authorized and directed to execute, under corporate seal of the Corporation, an Amendment to the Articles of the Incorporation and to file such Amendment with the Secretary of State of the State of Florida.

DATED: August 8, 2023.

Shareholders and Directors:



John Held, President & Shareholder

BANKIER, ARLEN & SNELLING LAW GROUP, PLLC

101 S.E. 6TH AVENUE, SUITES C, D & G • DELRAY BEACH, FLORIDA 33483

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Arielle Cole, CP, FRP

Certified Paralegal / Florida Registered Paralegal

Email: acole@bankierlaw.com

Please reply to Delray Beach, FL office

August 15, 2023

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Builder's Plus, Inc.

To Whom it May Concern:

Enclosed please find the First Amendment to the Articles of Incorporation of Builder's Plus, Inc along with the Unanimous Written Consent of the Board of Directors and Shareholders. Our firm's check in the amount of \$52.50 is enclosed which represents the filing fee and certified copy fee. Please forward the certified copy of the filed Articles to our attention.

If you have any questions, please telephone.

Sincerely,

**BANKIER, ARLEN & SNELLING LAW
GROUP, PLLC**

By: 

Arielle Cole, CP, FRP

Enclosures

