

N21 000014348

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

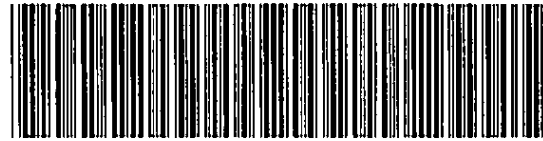
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04/19/22--01002--005 **10.00

02/11/22--01018--004 **25.00

FILED
2022 APR 19 AM 7:55
CLERK OF DISTRICT COURT
TALLAHASSEE, FL

4/24/2022

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: MarketPryce Florida, Inc.

DOCUMENT NUMBER: N21000014348

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

Please return all correspondence concerning this matter to the following:

Darren Heitner

(Name of Contact Person)

Heitner Legal, P.L.L.C

(Firm/ Company)

215 Hendricks Isle

(Address)

Fort Lauderdale, Florida 33301

(City/ State and Zip Code)

darren@heitnerlegal.com

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

For further information concerning this matter, please call:

Darren Heitner

954

558-6999

at

(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 checked="" 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 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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

RECEIVED

2022 APR -6 PM 3:51

SECRETARY OF STATE
TALLAHASSEE, FL

February 21, 2022

DARREN HEITNER
215 HENDRICKS ISLE
FORT LAUDERDALE, FL 33301

SUBJECT: MARKETPRYCE FLORIDA, INC.
Ref. Number: N21000014348

We have received your document for MARKETPRYCE FLORIDA, INC. and your check(s) totaling \$25.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The above entity is a Florida corporation and the document and fee submitted are for a Florida limited liability company. The correct form is enclosed and an additional filing fee of \$10.00 is due.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Claretha Golden
Regulatory Specialist II

Letter Number: 122A00004207

Articles of Amendment
to
Articles of Incorporation
of

FILED

2022 APR 19 AM 7:55

MarketPryce Florida, Inc.

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

N21000014348

SECRETARY OF STATE
TALLAHASSEE, FL

(Document Number of Corporation (if known))

Pursuant to the provisions of section 617.1006, Florida Statutes, this *Florida Not For 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" or "incorporated" or the abbreviation "Corp." or "Inc."
"Company" or "Co." may not be used in the name.

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)

(City)

Florida

(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)

Please note the officer/director title by the first letter of the office title:

P = President; V= Vice President; T= Treasurer; S= Secretary; D= Director; TR= Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change, Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example:

<input checked="" type="checkbox"/> Change	<u>PT</u>	<u>John Doe</u>
<input checked="" type="checkbox"/> Remove	<u>V</u>	<u>Mike Jones</u>
<input checked="" type="checkbox"/> Add	<u>SV</u>	<u>Sally Smith</u>

Type of Action
(Check One)

Title

Name

Address

1) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____	_____ _____ _____
2) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____	_____ _____ _____
3) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____	_____ _____ _____
4) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____	_____ _____ _____
5) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____	_____ _____ _____
6) <input type="checkbox"/> Change <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 attached Addendum to be included as part of Articles of Incorporation

ADDENDUM

THIS ADDENDUM (the “**Addendum**”) to *Articles of Incorporation for Non-Profit Corporation, MarketPryce Florida, Inc.* (the “**Articles of Incorporation**”) is entered into as of December 21, 2021 (the “**Effective Date**”) by and between each of the directors (the “**Directors**”) of MarketPryce Florida, Inc. (the “**Company**”) set forth below.

RECITALS

WHEREAS, the Company was duly formed as a Florida Non-Profit Corporation, by filing Articles of Incorporation with the Secretary of State of the State of Florida on December 15, 2021, Document Number N21000014348;

WHEREAS, the Company is organized exclusively for charitable, religious, educational, and/or scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code; and

WHEREAS, the Directors wish to incorporate the following terms and conditions to be included as part of the Company’s Articles of Incorporation.

NOW, THEREFORE, in consideration of the mutual promises hereinafter made, and intending to be legally bound, the Directors agree as follows:

TERMS AND CONDITIONS

1. **Adoption of Recitals.** The Directors acknowledge that the above recitals are true and correct and are incorporated herein by this reference.
2. **Use of Net Earnings.** The Directors agree and acknowledge that no part of the net earnings of the Company shall inure to the benefit of, or be distributable to, its members, trustees, officers, or other private persons, except that the Company shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes of the Company. Notwithstanding any other provision of this Addendum or contained in the Articles of Incorporation, the Company shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of the Company.
3. **Dissolution.** Upon the dissolution of the Company, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of competent jurisdiction of the county in which the principal office of the Company is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

4. **Acknowledgment.** The Directors agree that no other terms or conditions of the Articles of Incorporation shall be negated or changed as a result of this Addendum, and that the terms and conditions contained in the Articles of Incorporation (except as modified pursuant hereto) shall continue in full force and effect. This Addendum does not constitute a novation or amendment of any terms or conditions contained within the Articles of Incorporation.

IN WITNESS WHEREOF, the Directors have caused this Addendum to be duly executed as of the Effective Date written above.

JASON BERGMAN

Sign: 

Director, MarketPryce Florida, Inc.

ALEXANDRA BERGMAN

Sign: 

Director, MarketPryce Florida, Inc.

SHEHRYAR KHAN


Sign: *Shehryar Khan*

Director, MarketPryce Florida, Inc.

☐ The amendment(s) was/were adopted by the members and the number of votes cast for the amendment(s) was/were sufficient for approval.

☒ There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated April 2, 2022

Signature 
(By the chairman or vice chairman of the board, president or other officer-if directors have not been selected, by an incorporator – if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Darren Heitner
(Typed or printed name of person signing)

Authorized Representative (Lawyer / Incorporator)
(Title of person signing)