

B/00000 7057

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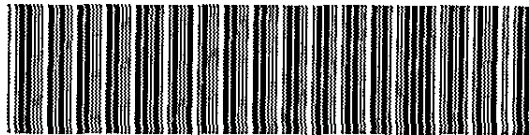
(Business Entity Name)

(Document Number)

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Amend  
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07 FEB 23 AM 10:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

COVER LETTER

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: The 50 Degree Company, Inc.

DOCUMENT NUMBER: P01000007057

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

Please return all correspondence concerning this matter to the following:

Kathryn Doherty

(Name of Contact Person)

The 50 Degree Company, Inc.

(Firm/ Company)

315 Stan Drive, Unit 1

(Address)

West Melbourne, FL 32904

(City/ State and Zip Code)

For further information concerning this matter, please call:

Kathryn Doherty

(Name of Contact Person)

at ( 321 ) 956-0050

(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

FILED

07 FEB 23 AM 10:16

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Articles of Amendment  
to  
Articles of Incorporation  
of

The 50 Degree Company, Inc.

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

P01000007057

(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)**

Please see attached First Amended and Restated Articles of Incorporation  
of The 50 Degree Company, Inc., specifically: Article VI Capital Stock is  
being amended to reflect a stock split; Article V Preemptive Rights is deleted;  
Article VI Special Meeting of Shareholders is added.

(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)

N/A

(continued)

**FIRST AMENDED AND RESTATED  
ARTICLES OF INCORPORATION OF  
THE 50 DEGREE COMPANY, INC.**

The following have been adopted as the Amended and Restated Articles of Incorporation of **THE 50 DEGREE COMPANY, INC.** (the "Company"), which supersede and take the place of the existing Articles of Incorporation of the Company pursuant to Section 607.1007 of the Florida Business Corporation Act:

**Article I – Name**

The name of the corporation is **THE 50 DEGREE COMPANY, INC.**

**Article II – Duration**

The term of existence of the Company is perpetual.

**Article III – Purpose**

The general purpose for which the Company is organized is the transaction of any or all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

**Article IV – Capital Stock**

The Company is authorized to issue eleven million (11,000,000) shares of capital stock with a par value of one cent (\$0.01) per share (the "Common Stock").

**Article V – Directors**

The Board of Directors of the Company shall consist of a least three (3) members.

**Article VI – Special Meeting of Shareholders**

Special meetings of the shareholders will be held when directed by the President or Board of Directors of the Company, or the holders of not less than twenty-five percent (25%) of all the shares entitled to be cast on any issue proposed to be considered at the proposed special meeting; provided that said persons sign, date and deliver to the Company one or more written demands for the meeting describing the purposes(s) for which it is to be held. A meeting requested by shareholders of the Company will be called for a date not less than 10 nor more than 60 days after the request is made, unless the shareholders requesting the meeting designate a later date. The call for the meeting will be issued by the Secretary of the Company, unless the persons requesting the meeting designate another person to do so.

**Article VII – Registered Office and Agent**

The street address of the initial registered agent of the Company is 315 Stan Drive, Unit 1, West Melbourne, Florida 32904 and the name of the registered agent of the Company is Kathryn Doherty.

**Article VIII – Principal Address**

The street address and mailing address of the principal office of the Company is 315 Stan Drive, Unit 1, West Melbourne, Florida 32904.

**IN WITNESS WHEREOF**, the undersigned officer and director of the Company has executed these Amended and Restated Articles of Incorporation this 22 day of February, 2007.

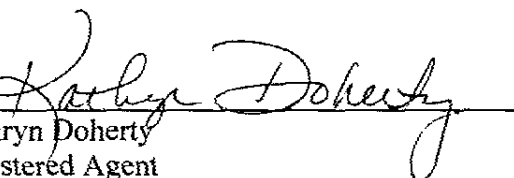
**THE 50 DEGREE COMPANY, INC.**

By: Kathryn Doherty  
Kathryn Doherty, Director and Chief Executive Officer

**CERTIFICATE OF ACCEPTANCE BY  
REGISTERED AGENT**

Having been named as registered agent and to accept service of process for the Company at the registered office designated in the Company's Articles of Incorporation, the undersigned accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and the undersigned is familiar with and accepts the obligations of its position as registered agent.

**IN WITNESS WHEREOF**, the undersigned has executed this Certificate this  
22 day of February, 2007.

By:   
Kathryn Doherty  
Registered Agent

The date of each amendment(s) adoption: February 14, 2007

Effective date if applicable: February 14, 2007  
(no more than 90 days after amendment file date)

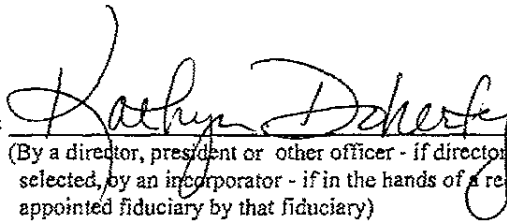
Adoption of Amendment(s) (CHECK ONE)

- ☒ 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)

Kathryn Doherty

(Typed or printed name of person signing)

President

(Title of person signing)

FILING FEE: \$35