P01000011924

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Office Use Only



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COVER LETTER

TO: Amendment Son Division of Co						
NAME OF CORP	ORATION: O.D. Jones Construction Group Inc					
	MBER: P01000011924					
	es of Amendment and fee are submitted for filing.					
Please return all cor	respondence concerning this matter to the following:					
	Errol D. Jones					
	Name of Contact Person					
	O.D. Jones Construction Group Inc.					
	P.O. Box 1552					
	Address					
	Bartow, FL 33831					
	City/ State and Zip Code					
	info@odjonesconstructiongroup.com					
	E-mail address: (to be used for future annual report notification)					
For further informati	ion concerning this matter, please call:					
Errol D. Jones	at (863) 662-6630					
Name	e of Contact Person Area Code & Daytime Telephone Number					
Enclosed is a check t	for the following amount made payable to the Florida Department of State:					
S35 Filing Fee	Certificate of Status Certificate of Status Certified Copy (Additional copy is enclosed) S43.75 Filing Fee & Certified Copy (Additional Copy is enclosed)					

Mailing Address
Amendment Section Division of Corporations P.O. Box 6327

Street Address
Amendment Section

Division of Corporations The Centre of Tallahassee

Articles of Amendment Articles of Incorporation οf

O.D. Jones Construction Group Inc (Name of Corporation as currently filed with the Florida Dept. of State) P01000011924 (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: A. If amending name, enter the new name of the corporation: N/A 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." N/A B. Enter new principal office address, if applicable: (Principal office address <u>MUST BE A STREET ADDRESS</u>) C. Enter new mailing address, if applicable: N/A (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 (Florida street address) New Registered Office Address: 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.

Check if applicable

The amendment(s) is/are being filed pursuant to s, 607.0120 (11) (e), F.S.

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:

X Change	<u>PT</u> <u>John</u>	1 Doc		
X Remove	<u>V</u> <u>Mik</u>	Mike Jones		
X Add	<u>SV</u> <u>Sall</u>	y Smith		
Type of Action (Check One)	<u>Title</u>	<u>Name</u>	<u>Addres</u> s	
1) X Change	VDCTS	Errol D. Jones	1776 Polk St .	
Add			Hollywood, FL 33020	
Remove				
2) Change	<u>p</u>	Otha E. Jones	9270 Woodland Center Blvc	
X Add			Suite 531	
Remove 3) Change			Tampa, FL 33614	
Add				
Remove				
4) Change				
Add				
Remove				
5) Change				
Add				
Remove				
6) Change				
Add				
Remove				

tering a single state of the st	(Be specific)
EIN Number changed from 59-3696242	2 to a new 85-0888249.
	Ub.
an amendment provides for an excha	inge, reclassification, or cancellation of issued shares,
provisions for implementing the amen	dment if not contained in the amendment itself:
(if not applicable, indicate N/A)	
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	04/08/2021	
The date of each amendment date this document was signed	t(s) adoption:	, if other than the
Effective date if applicable:	04/09/2021	
	(no more than	90 days after amendment file date)
Note: If the date inserted in document's effective date on the	this block does not meet the appi he Department of State's records.	icable statutory filing requirements, this date will not be listed as the
Adoption of Amendment(s)	(CHECK ONE)	
The amendment(s) was/wer action was not required.	re adopted by the incorporators, o	board of directors without shareholder action and shareholder
☐ The amendment(s) was/wer by the shareholders was/we	re adopted by the shareholders. There sufficient for approval.	ne number of votes east for the amendment(s)
☐ The amendment(s) was/wer must be separately provide	e approved by the shareholders the d for each voting group entitled to	rough voting groups. The following statement o vote separately on the amendment(s):
"The number of votes	cast for the amendment(s) was/w	ere sufficient for approval
by		м
	(voting group)	
Se.	y a director, president or other officeted, by an incorporator if in the pointed fiduciary by that fiduciary Errol D. Jones	
	(Typed or printed	name of person signing)
	Vice President	

Date of this notice: 04-30-2020

Employer Identification Number:

85-0888249

Form: SS-4

Number of this notice: CP 575 A

C D JONES CONSTRUCTION GROUP INC PO BOX 1552 BARTOW, FL 33831

For assistance you may call us at: 1-800-829-4933

IF YOU WRITE, ATTACH THE STUB AT THE END OF THIS NOTICE.

WE ASSIGNED YOU AN EMPLOYER IDENTIFICATION NUMBER

Thank you for applying for an Employer Identification Number (EIN). We assigned you EIN 85-0888249. This EIN will identify you, your business accounts, tax returns, and documents, even if you have no employees. Please keep this notice in your permanent records.

When filing tax documents, payments, and related correspondence, it is very important that you use your EIN and complete name and address exactly as shown above. Any variation may cause a delay in processing, result in incorrect information in your account, or even cause you to be assigned more than one EIN. If the information is not correct as shown above, please make the correction using the attached tear off stub and return it to us.

Based on the information received from you or your representative, you must file the following form(s) by the date(s) shown.

Form 1120 04/15/2021

If you have questions about the form(s) or the due date(s) shown, you can call us at the phone number or write to us at the address shown at the top of this notice. If you need help in determining your annual accounting period (tax year), see Publication 538, Accounting Periods and Methods.

We assigned you a tax classification based on information obtained from you or your representative. It is not a legal determination of your tax classification, and is not binding on the IRS. If you want a legal determination of your tax classification, you may request a private letter ruling from the IRS under the guidelines in Revenue Procedure 2004-1, 2004-1 I.R.B. 1 (or superseding Revenue Procedure for the year at issue). Note: Certain tax classification elections can be requested by filing Form 8832, Entity Classification Election. See Form 8832 and its instructions for additional information.

IMPORTANT INFORMATION FOR S CORPORATION ELECTION:

If you intend to elect to file your return as a small business corporation, an election to file a Form 1120-S must be made within certain timeframes and the corporation must meet certain tests. All of this information is included in the instructions for Form 2553, Election by a Small Business Corporation.

O.D. JONES CONSTRUCTION GROUP, INC. STOCK TRANSFER AGREEMENT

THIS AGREEMENT (hereinafter "Agreement") is entered on this 1st day of January 2018 by and between Otha D. Jones, Vivian K. Jones, and Otha Eric Jones (hereinafter "Transferors"), and Errol Jones (hereinafter "Transferee").

WITNESSETH

- 1. Transferors are the owners of One Hundred Percent (100%) of the issued shares of stock in O.D. Jones Construction Group, Inc. (hereinafter "Corporation")
- 2. Transferor Otha D. Jones desires to transfer Fifty One Percent (51%) of his issued stock in the Corporation to Transferee.

Transferor Vivian K. Jones desires to transfer Twenty Four Percent (24%) of her issued stock in the Corporation to Transferee.

Transferor Otha Eric Jones desires to transfer Twenty Five Percent (25%) of his issued stock in the Corporation to Transferee.

- 3. Transferee, in satisfaction of Transferors' obligation under this Agreement desires to accept said stock transfer.
- 4. After said stock transfer, Transferee will own One Hundred Percent (100%) of the issued shares in the Corporation constituting 100% of its ownership.

AGREEMENT

THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged the parties and agree as follows:

- 1. Ownership Percentage in Corporation. Said transfer of stock shall constitute One Hundred Percent (100%) of the stock issued and outstanding by the Corporation.
- 2. **Transfer Price**. Transferee will pay to the Transferors the sum of ten dollars (\$10.00) for One Hundred percent (100%) of the Issued Shares.
- 3. Effective Date. Unless this Agreement has been terminated by all parties, the Transfer shall be effective January 1, 2018 (hereinafter "Effective Date").
- 4. Representations and Warranties of the Corporation and Transferee. As a material inducement to Transferee to enter into this Agreement and accept the Shares. Transferors and the Corporation, jointly and severally, represent and warrant that:
- A. Conduct of Business; Liabilities. The Corporation is not in default under, and no condition exists that with notice or lapse of time would constitute a default of the Corporation under (i) any mortgage, loan agreement, evidence of indebtedness, or other instrument evidencing borrowed money to which the Corporation is a party or by which the Corporation or the properties of the Corporation are bound or (ii) any judgment, order, or injunction of any court, arbitrator, or governmental agency that would reasonably be expected to affect materially and adversely the business, financial condition, or results of operations of the Corporation taken as a whole.
- B. Compliance with Laws. To the best of the Transferors' knowledge, the Corporation is, in the conducts of its business, in substantial compliance with all laws, statutes, ordinances, regulations, orders, judgments, or decrees applicable to them, the enforcement of which, if the Corporation was not in compliance therewith, would have materially adverse effect on the business of the Corporation, taken as a whole.

5. No Liability.

- A. Transferee. Transferee shall not be liable for, and the Transferors shall indemnify, defend and hold Transferee and its successors and assigns harmless from and against (i) any and all claims, liabilities, losses, damages or expenses arising out of or in connection with the breach by Transferor of any of his representations or warranties made in this Agreement or the non fulfillment by Transferor of any covenant or promise made in this Agreement, and (ii) any and all claims, liabilities, and obligations of any kind or nature, contingent or otherwise, arising from or related to Transferor's operation of the Corporation prior to the Effective Date.
- B. Transferors. The Transferors shall not be liable for, and Transferee shall indemnify, defend and hold the Transferors and their successors and assigns harmless from and against any claims, liabilities, and obligations of any kind arising after the Effective Date. Transferce further agrees that except as to the warranties set forth herein, Transferee receiving the stock as is without warranty or representation of any kind.

6. Miscellaneous

- A. Governing Law. This Agreement shall be governed by and construed in accordance with the laws of the State of Florida.
- B. Attorneys' Fees. In the event that a legal action is brought to enforce the terms of this Agreement, the prevailing party shall be entitled to collect its costs of court, including reasonable attorneys' fees.
- C. Severability. If any provisions of this Agreement are held to be illegal, invalid or unenforceable under present or future laws, such provision shall be fully severable, and this Agreement shall be construed and enforced as if such illegal, invalid or unenforceable provision had never comprised a part of this Agreement, and the remaining provisions of this Agreement shall remain in full force and effect.
- D. Amendments. No modification or amendment of this Agreement shall be effective unless made in writing and executed by both Transferor and Transferee.

IN WITNESS WHEREOF, the parties hereto have executed this Agreement as of the date first written above.

Otha D. Jones, Transferor

Vivian K. Jones, Transferor

Oiha Eric Jones, Transferor

ACTION BY WRITTEN CONSENT RESOLUTION OF THE DIRECTORS OF O. D. JONES CONSTRUCTION GROUP, INC.

The Directors take the following action by written consent, without meeting, in accordance with Florida Law:

IT WAS RESOLVED that O. D. Jones Construction Group, Inc. (hereinafter the "Corporation") was organized January 31, 2001.

IT WAS FURTHER RESOLVED that the undersigned, constitute a majority of the Directors of the Corporation.

IT WAS FURTHER RESOLVED that the Directors of the Corporation have voted and agreed to accept the stock transfer agreement dated January 1, 2018 where in Otha D. Jones transfers Fifty One Percent (51%) of his issued shares to Errol Jones, Vivian K. Jones transfers Twenty Four Percent (24%) of her issued shares to Errol Jones, and Otha Eric Jones transfers Twenty Five Percent (25%) of his issued shares to Errol Jones.

IT WAS FURTHER RESOLVED that the Directors of the Corporation have voted and agreed to accept the resignation of Otha D. Jones and Vivian K. Jones as Directors of the Corporation.

IT WAS FURTHER RESOLVED that the ownership of the Corporation has changed and is as follows:

Errol Jones

100% of Issued Shares

IT WAS FURTHER RESOLVED that the current Officers of the Corporation have not changed and are as follows:

Errol Jones

President

Errol Jones

Secretary

Errol Jones

Treasurer

DATED this 1st day of January, 2018.

Otha Efic Jones-Director

Errol Jones Directo

ACTION BY WRITTEN CONSENT RESOLUTION OF THE SHAREHOLDER[S] OF O. D. JONES CONSTRUCTION GROUP, INC.

The Shareholders take the following action by written consent, without meeting, in accordance with Florida Law:

IT WAS RESOLVED that O. D. Jones Construction Group, Inc. (hereinafter the "Corporation") was organized January 31, 2001.

IT WAS FURTHER RESOLVED that the undersigned is the sole Shareholder of the Corporation.

IT WAS FURTHER RESOLVED that the Shareholders of the Corporation have voted and agreed to accept the stock transfer agreement dated January 1, 2018 where in Otha D. Jones transfers Fifty One Percent (51%) of his issued shares to Errol Jones, Vivian K. Jones transfers Twenty Four Percent (24%) of her issued shares to Errol Jones, and Otha Eric Jones transfers Twenty Five Percent (25%) of his issued shares to Errol Jones.

IT WAS FURTHER RESOLVED that the ownership of the Corporation has not changed and is as follows:

Errol Jones

100% of Issued Shares

IT WAS FURTHER RESOLVED that the Board of Directors have been unanimously approved and elected to be:

Errol Jones

Director

Otha Eric Jones

Director

DATED this 1st day of January, 2018.

Errol Jones, Shareholder