

Division of Corporations

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Florida Department of State
Division of Corporations
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LEON MANAGEMENT INTERNATIONAL, INC.

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
LEON MANAGEMENT INTERNATIONAL, INC.

LEON MANAGEMENT INTERNATIONAL, INC., a corporation organized and existing under and by virtue of the Florida Business Corporation Act (the "Corporation"),

DOES HEREBY CERTIFY:

FIRST: The name of the Corporation is Leon Management International, Inc.

SECOND: The board of directors and all of the shareholders of the Corporation, acting by joint unanimous written consent duly executed and adopted on and as of January 27th, 2020 in lieu of meetings thereof pursuant to Sections 607.0821 and 607.0704 of the Florida Business Corporation Act, as amended (the "FBCA"), duly authorized and adopted this Amendment to the Corporation's Articles of Incorporation pursuant to Section 607.1003 of the FBCA, to effectuate the authorization of 99,000 shares of non-voting common stock, par value of \$0.01 per share, of the Corporation.

THIRD: Article III of the Corporation's Articles of Incorporation is hereby amended and restated in its entirety to read as follows:

"ARTICLE III

The Corporation is authorized to issue (i) 1,000 shares of voting common stock, with a par value of \$0.01 per share (the "Voting Common Stock"), and (ii) 99,000 shares of non-voting common stock, with a par value of \$0.01 per share (the "Non-Voting Common Stock"). The holders of the shares of the Voting Common Stock and the holders of the shares of the Non-Voting Common Stock shall have identical rights with respect to (i) distributions from the Corporation; (ii) the liquidation of the Corporation; and (iii) all other matters affecting the Corporation, except that (A) each holder of shares of the Voting Common Stock shall be entitled to one vote per each share of Voting Common Stock held by such holder on all matters required or permitted to be voted on by the Corporation's shareholders, and (B) no holder of shares of Non-Voting Common Stock shall have, by virtue of his/her/its ownership or holding of such shares of Non-Voting Common Stock, any voting rights whatsoever with respect to any matters required or permitted to be voted on by the Corporation's shareholders; provided, however, (I) that no amendment, restatement or modification of this Article III that would have the effect of materially adversely affecting the economic rights of the holders of Non-Voting Common Stock (including, without limitation, their identical rights to distribution and liquidation proceeds as the holders of Voting Common Stock) may be effectuated without the prior written consent or affirmative vote of the holders of at least a majority of the outstanding shares of Voting Common Stock and Non-Voting Common Stock, voting together solely and exclusively for this purpose as a single voting class, and (II) as may be otherwise specifically prohibited by the Florida Business Corporation Act."

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FOURTH: Upon this amendment becoming effective, which shall occur upon the filing thereof with the Department of State of the State of Florida pursuant to the FBCA, (i) 1,000 authorized shares of common stock, par value of \$0.01 per share, of the Corporation shall continue to be authorized, of which amount, 416.6667 shares are issued and outstanding as of immediately prior to the time of such filing and shall continue to constitute the issued and outstanding shares of Voting Common Stock of the Corporation immediately following such filing, and (ii) 99,000 shares of Non-Voting Common Stock shall be authorized for issuance by the Corporation.

FIFTH: The Corporation has less than 35 shareholders, and this Amendment to the Articles of Incorporation was duly adopted by the board of directors and all of the shareholders of the Corporation, acting by joint unanimous written consent duly executed and adopted on and as of January 27th, 2010 in lieu of meetings thereof pursuant to Sections 607.0821 and 607.0704 of the FBCA, and the number of votes cast for the amendment by the shareholders of the Corporation was sufficient for approval.

Dated: January 28th, 2020.

LEON MANAGEMENT
INTERNATIONAL, INC.

By: 

Benjamin Leon, III
President

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