

PO1000108336

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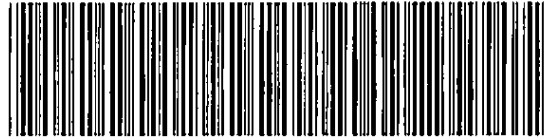
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SECRETARY OF STATE
TALLAHASSEE, FL

Amend

FEB 13 2024

D CUSHING

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Roof Asset Management, Inc.

DOCUMENT NUMBER: P01000108336

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

Please return all correspondence concerning this matter to the following:

John J. Lancaster, LL.M.

Name of Contact Person

Clark, Campbell, Lancaster, Workman & Airth, P.A.

Firm/ Company

500 S Florida Avenue, Suite 800

Address

Lakeland, FL 33801

City/ State and Zip Code

jlanaster@clarkcampbell-law.com

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

For further information concerning this matter, please call:

John J. Lancaster

Name of Contact Person

at (863) 647-5337

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount made payable to the Florida Department of State:

☒ \$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
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

SECRETARY OF STATE
TALLAHASSEE, FL

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FLORIDA DEPARTMENT OF STATE
Division of Corporations

February 1, 2024

JOHN J. LANCASTER, LL.M.
CLARK CAMPBELL LANCASTER WORKMAN & AIRTH
500 S FLORIDA AVENUE, SUITE 800
LAKELAND, FL 33801

SUBJECT: ROOF ASSET MANAGEMENT, INC.
Ref. Number: P01000108336

We have received your document for ROOF ASSET MANAGEMENT, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The date of adoption of each amendment must be included in the document.

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.

Diane Cushing
Operations Manager A

Letter Number: 324A00002242

**Articles of Amendment
to
Articles of Incorporation
of
ROOF ASSET MANAGEMENT, INC.**

Document Number: P01000108336

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SECRETARY OF STATE
TALLAHASSEE, FL

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. AMENDING ARTICLES AS FOLLOWS:

The Articles of Incorporation of the Corporation are amended by deleting Article III in its entirety and inserting the following in lieu thereof:

ARTICLE III. Capital Stock

The aggregate number of shares that the Corporation shall have the authority to issue is:

- (1) 20,000 shares of Class A voting common stock at \$.01 par value (Class A Shares);
- (2) 180,000 shares of Class B nonvoting common stock at \$.01 par value (Class B Shares).

The preferences, limitations, and relative rights of the shares of the Corporation are as follows:

- (1) Payment of declared dividends to holders of Class A Shares and Class B Shares shall be without discrimination or preference.
- (2) Class A Shares shall have full voting rights with the holders thereof entitled to one vote per share. Except as otherwise provided by law, none of the holders of Class B shares shall have any voting rights for any purpose.
- (3) Each of the Class A Shares and the Class B Shares shall have equal rights in the assets of the Corporation upon liquidation.

B. EXCHANGE OF SHARES

Upon the filing of these articles of amendment, each outstanding share of the Corporation's stock (Existing Share), shall, without any action on the part of the shareholder or the Corporation, be deemed to have been converted to ten (10) Class A Shares and ninety (90) Class B Shares. All Existing Shares shall be deemed to have been


canceled upon the filing of these articles of amendment. After the filing of these articles of amendment, the Corporation shall, upon receipt from a shareholder of properly endorsed share certificates representing Existing Shares, issue to the shareholder certificates representing 10 Class A Shares and 90 Class B Shares in exchange for each Existing Share represented by the surrendered certificates.

D. ADOPTION OF AMENDMENTS

1. *Date of Adoption.* These amendments were adopted on December 27, 2023, to become effective on January 1, 2024.
2. *Shareholder Vote.* The number of votes cast for the amendments by the shareholders was sufficient for approval. Shareholders unanimously approved these amendments.

Dated: December 27, 2023

ROOF ASSET MANAGEMENT, INC.,

By: 

PAUL R. WEAVER
Its President