

P01000115636

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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: STC Securities Corporation

DOCUMENT NUMBER: P01000115636

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

Please return all correspondence concerning this matter to the following:

Roger L. Shaffer

(Name of Contact Person)

INVOCO CORP.

(Firm/ Company)

4800 N. Federal Highway, Suite 306-D

(Address)

Boca Raton, FL 33431

(City/ State/ and Zip Code)

For further information concerning this matter, please call:

Roger L. Shaffer

(Name of Contact Person)

at (561)

862-5535

(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
409 E. Gaines Street
Tallahassee, FL 32399

Articles of Amendment
to
Articles of Incorporation
of

FILED
05 JUN 16 PM 2:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STC Securities Corporation

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

P01000115636

(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):

First American Capital and Trading Corp.

(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)**

(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)

(continued)

The date of each amendment(s) adoption: June 6, 2005

Effective date if applicable: June 6, 2005
(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.

Signed this 6th day of June, 2005.

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)

Antonio Varela
(Typed or printed name of person signing)

President
(Title of person signing)

FILING FEE: \$35

**WRITTEN CONSENT OF SOLE SHAREHOLDERS
IN LIEU OF A SPECIAL MEETING
OF
STC SECURITIES CORPORATION
(a Florida corporation)**

THE UNDERSIGNED, being the all of the Shareholders of STC SECURITIES CORPORATION, a Florida corporation (the "Corporation"), acting pursuant to Sections 607.0704 of the Florida Business Corporation Act, do hereby waive all notice of the time, place and purposes of a special meeting of the Shareholders of the Corporation:

IT IS THEREFORE RESOLVED, that, *contingent upon approval from the National Association of Securities Dealers*, the Shareholders hereby unanimously vote to change the name of the Corporation to:

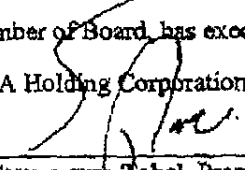
FIRST AMERICAN CAPITAL AND TRADING CORP.

General Ratification and Authorization

RESOLVED, that in addition to and without limiting the foregoing, the proper directors and officers of the Company be, and each of them hereby is, authorized, empowered and directed to take, or cause to be taken, such further action, to execute and deliver, or cause to be delivered, for and in the name and on behalf of the Company, all such instruments and documents as such officer may deem appropriate in order to effect the purpose or intent of the foregoing resolutions (as conclusively evidenced by the taking of such action or the execution and delivery of such instruments, as the case may be) and all action heretofore taken by the officers and agents of the Company in connection with the subject of the foregoing recitals and resolutions be, and it hereby is, approved ratified and confirmed in all respects as the act and deed of the Company.

IN WITNESS WHEREOF, the undersigned, constituting the sole shareholder and sole member of Board, has executed this Written Consent as of the 1st day of June, 2005.

AVA Holding Corporation


E. Steven zum Tobel, President

1st Capital Markets Corp.


Thomas Doll, President

STC SECURITIES CORPORATION
(a Florida corporation)

**UNANIMOUS WRITTEN CONSENT OF
THE BOARD OF DIRECTORS
IN LIEU OF A SPECIAL MEETING THEREOF**

The undersigned, being all of the directors of STC SECURITIES CORPORATION, a Florida corporation (the "Corporation"), acting pursuant to Section 607.0821 of the Florida Business Corporation Act, do hereby waive all notice of the time, place and purposes of a special meeting of the Board of Directors of the Corporation and hereby unanimously consent and agree to the adoption of, and do hereby adopt, the following resolutions:

IT IS THEREFORE RESOLVED, that, based on the unanimous vote of the Shareholders of the Corporation, *contingent upon approval from the National Association of Securities Dealers*, the Directors hereby unanimously vote to change the name of the Corporation to:


FIRST AMERICAN CAPITAL AND TRADING CORP,

General Ratification and Authorization


RESOLVED, that in addition to and without limiting the foregoing, the proper officers of the Corporation be, and each of them hereby is, authorized, empowered and directed to take, or cause to be taken, such further action, to execute and deliver, or cause to be delivered, for and in the name and on behalf of the Corporation, all such instruments and documents as such officer may deem appropriate in order to effect the purpose or intent of the foregoing resolutions (as conclusively evidenced by the taking of such action or the execution and delivery of such instruments, as the case may be) and all action heretofore taken by the officers and agents of the Corporation in connection with the subject of the foregoing recitals and resolutions be, and it hereby is, approved ratified and confirmed in all respects as the act and deed of the Company.

IN WITNESS WHEREOF, the undersigned, constituting the all of the members of the Board of Directors, have executed this Written Consent as of the 1st day of June, 2005.

DIRECTORS



E. Steven zum Tobel



Antonio Varela