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Amend

SEP 11 2015

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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: C & B FARMS, INC.

DOCUMENT NUMBER: P01000122390

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

Please return all correspondence concerning this matter to the following:

STEPHEN D. DUNEGAN, ESQ.

Name of Contact Person

LAW OFFICE OF STEPHEN D. DUNEGAN, P.A.

Firm/ Company

55 NORTH DILLARD STREET

Address

WINTER GARDEN, FL 34787

City/ State and Zip Code

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

For further information concerning this matter, please call:

STEPHEN D. DUNEGAN at (407) 654-9455
Name of Contact Person Area Code & Daytime Telephone Number

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

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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

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
C & B FARMS, INC.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2015 SEP -8 PM 12:09

Pursuant to Section 607.1006, Florida Statutes, the Articles of Incorporation of the **C & B FARMS, INC.** are hereby amended as follows:

FIRST: Article III of said Articles of Incorporation is amended by deleting all of Article III as the same now exists, and by substituting in lieu thereof, the following:

**"ARTICLE III
Capital Stock**

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is ONE HUNDRED THOUSAND (100,000) shares, of which ONE THOUSAND (1,000) shares having a par value of One Dollar (\$1.00) per share shall be shares of Class A voting common stock and NINETY-NINE THOUSAND (99,000) shares having a par value of One Dollar (\$1.00) per share shall be shares of Class B non-voting common stock.

The preferences, qualifications, limitations and restrictions, and the special or relative rights with respect to the shares of each class, are as follows:

Each holder of Class A voting common stock of this Corporation shall be entitled to one (1) vote for each share of Class A voting common stock standing in his, her or its name at any and all meetings of the shareholders of this Corporation. Except as otherwise provided by law, no holder of Class B non-voting common stock shall be entitled to cast any vote on account of ownership of such stock.

Except for the difference in voting rights set forth above, the rights, preferences, qualifications, limitations and restrictions, and the special or relative rights with respect to the shares of Class B non-voting common stock, shall be identical in all respects to those of the shares of Class A voting common stock. Accordingly, each share of common stock, both Class A voting and Class B non-voting, shall receive equal dividends if and when declared by the Board of Directors, and in the event of any liquidation, dissolution or winding up of this Corporation, the assets and funds of this Corporation shall be paid to and distributed equally among the holders of both the Class A voting and Class B non-voting

common stock in proportion to the number of shares held by the holders of such shares.”

The foregoing Amendment was adopted by the unanimous written consent of all of the Directors and Shareholders of the corporation on the 28th day of August, 2015, which was sufficient for approval.

IN WITNESS WHEREOF, C & B FARMS, INC. has caused these Articles of Amendment to be executed by its duly authorized officer this 28th day of August, 2015.

C & B FARMS, INC.

By: Charles W. Obern

Name: Charles W. Obern

Title: President