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**DATE: 05/01/23**

**NAME: NATURAL HARMONY FOODS, INC**

**TYPE OF FILING: AMENDMENT**

**COST: 35.00**

**RETURN: PLAIN COPY PLEASE**

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**ACCOUNT: FCA000000015**

**AUTHORIZATION: ABBIE/PAUL HODGE**

A handwritten signature in black ink, appearing to be 'Abbie/Paul Hodge', written over a horizontal line.

FILED

CERTIFICATE OF DESIGNATION

2023 MAY -1 PM 12 38

of

CLERK OF STATE  
TALLAHASSEE, FLORIDA

SPECIAL 2023 SERIES A PREFERRED STOCK

of

NATURAL HARMONY FOODS, INC.

NATURAL HARMONY FOODS, INC., a Florida corporation (hereinafter called the "*Corporation*"), hereby certifies that the following resolution was adopted by Synergy Management Group, LLC, (the "*Custodian*"), the court appointed custodian of the Corporation pursuant to the Order Granting Application for Appointment of Synergy Management Group, LLC, as Custodian of NATURAL HARMONY FOODS, INC., granted in the Order of the CIRCUIT COURT OF THE 17TH JUDICIAL CIRCUIT IN AND FOR BROWARD COUNTY, FLORIDA, CASE NO. CACE22010961 on April 11, 2023 (the "*Order*").

RESOLVED, that pursuant to the authority granted to and vested in the Custodian in accordance with the provisions of the certificate of incorporation of the Corporation, as currently in effect, and the Order, the Custodian hereby fixes the relative rights, preferences, and limitations of the Corporation's Special 2023 Series A Preferred Stock as follows:

**Special 2023 Series A Preferred Stock**

Section 1. *Designation and Amount.* The designation of this class of capital stock shall be "Special 2023 Series A Preferred", par value \$0.001 per share (the "*2023 Series A Preferred Stock*"). The number of authorized shares of 2023 Series A Preferred Stock is two hundred (200) shares.

Section 2. *Voting Rights.* Except as otherwise required by law, the holder of the share of 2023 Series A Preferred Stock shall have the following rights:

(a) Number of Votes; Voting with Common Stock. Except as provided by Florida statutes or Section 2(b) below), the holder of the 2023 Series A Preferred Stock shall vote together with the holders of preferred stock (including on an as converted basis), par value \$0.001, and common stock, par value \$0.001 per share, of the Corporation (the "*Common Stock*") as a single class. The 2023 Series A Preferred Stock stockholder is entitled to 60% of all votes (including, but not limited to, common stock, and preferred stock (including on an as converted basis)) entitled to vote at each meeting of stockholders of the Corporation (and written actions of stockholders in lieu of meetings) with respect to any and all matters presented to the stockholders of the Corporation for their action or consideration. The 2023 Series A Preferred Stock shall not be divided into fractional shares.

(b) Adverse Effects. The Corporation shall not amend, alter or repeal the preferences, rights, powers or other terms of the 2023 Series A Preferred Stock so as to affect adversely the 2023 Series A Preferred Stock or the holder thereof without the written consent or affirmative vote of the holder of the 2023 Series A Preferred Stock given in writing or by vote at a meeting, consenting or voting (as the case may be) separately as a class.

Section 3. *Conversion in to common shares*. The share of 2023 Series A Preferred Stock shall convert into common shares at a conversion rate of 1 preferred to 10,000,000 common shares. The holder of the 2023 Series A Preferred Stock can affect the conversion at any time. The conversion in to common is a right and conversion is not required.

Section 4. *Dividends, Liquidation*. The share of 2023 Series A Preferred Stock shall not be entitled to any dividends in respect thereof, and shall not participate in any proceeds available to the Corporation's shareholders upon the liquidation, dissolution or winding up of the Corporation.

Section 5. *No Impairment*. The Corporation shall not intentionally take any action which would impair the rights and privileges of the 2023 Series A Preferred Stock set forth herein or the rights of the holder thereof. The Corporation will not, by amendment of its certificate of incorporation or through any reorganization, transfer of assets, consolidation, merger, dissolution, issue or sale of securities or any other voluntary action, avoid or seek to avoid the observance or performance of any of the terms to be observed or performed hereunder by the Corporation, but will at all times in good faith assist in the carrying out of all the provisions herein and in the taking of all such action as may be necessary or appropriate in order to protect the rights of the holder of the 2023 Series A Preferred Stock against impairment.

Section 6. *Replacement Certificate*. In the event that the holder of the 2023 Series A Preferred Stock notifies the Corporation that the stock certificate evidencing the share of 2023 Series A Preferred Stock has been lost, stolen, destroyed or mutilated, the Corporation shall issue a replacement stock certificate evidencing the 2023 Series A Preferred Stock identical in tenor and date to the original stock certificate evidencing the 2023 Series A Preferred Stock, provided that the holder executes and delivers to the Corporation an affidavit of lost stock certificate and an agreement reasonably satisfactory to the Corporation to indemnify the Corporation from any loss incurred by it in connection with such 2023 Series A Preferred Stock certificate.

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Designation to be duly executed by an officer thereunto duly authorized this 11th day of April, 2023.

NATURAL HARMONY FOODS, INC.

By: Synergy Management Group,  
LLC., its Custodian

By:   
Name: Benjamin Berry  
Its: President

**CERTIFICATE OF DESIGNATION**  
**of**  
**SPECIAL 2023 SERIES B PREFERRED STOCK**  
**of**  
**NATURAL HARMONY FOODS, INC.**

NATURAL HARMONY FOODS, INC., a Florida corporation (hereinafter called the "*Corporation*"), hereby certifies that the following resolution was adopted by Synergy Management Group, LLC, (the "*Custodian*"), the court appointed custodian of the Corporation pursuant to the Order Granting Application for Appointment of Synergy Management Group, LLC, as Custodian of NATURAL HARMONY FOODS, INC., granted in the Circuit Court of Orange County, Florida, CASE NO. 2020-CA-010292-0 on April 11th, 2023 (the "*Order*").

RESOLVED, that pursuant to the authority granted to and vested in the Custodian in accordance with the provisions of the certificate of incorporation of the Corporation, as currently in effect, and the Order, the Custodian hereby fixes the relative rights, preferences, and limitations of the Corporation's Special 2023 Series B Preferred Stock as follows:

**Special 2023 Series B Preferred Stock**

Section 1. *Designation and Amount.* The designation of this class of capital stock shall be "Special 2023 Series B Preferred", par value \$.001 per share (the "*2023 Series B Preferred Stock*"). The number of authorized shares of 2023 Series B Preferred Stock is two (2) shares.

Section 2. *Voting Rights.* Except as otherwise required by law, the holder of the share of 2023 Series B Preferred Stock shall have no voting rights:

(b) Adverse Effects. The Corporation shall not amend, alter or repeal the preferences, rights, powers, number of shares authorized or other terms of the 2023 Series B Preferred Stock so as to affect adversely the 2023 Series B Preferred Stock or the holder thereof without the written consent or affirmative vote of the holder(s) of the 2023 Series B Preferred Stock given in writing or by vote at a meeting, consenting or voting (as the case may be) separately as a class.

Section 3. *Conversion into common shares.* Each share of 2023 Series B Preferred Stock shall be convertible, at the option of the holder thereof, at any time after the date of issuance of such share, at the office of the Corporation or any transfer agent for such stock, into such number of fully paid and nonassessable shares of Common Stock at a conversion rate of one (1) 2023 Series B Preferred into 4.99% of outstanding common shares at the date of conversion. The initial Series B Conversion Price per share shall be such amount as to convert into 4.99% of the issued and outstanding Common Stock of the Corporation on the date of conversion. The holder of the 2023 Series B Preferred Stock can affect the conversion at any time.

Section 4. *Dividends, Liquidation.* The share of 2023 Series B Preferred Stock shall not be entitled to any dividends in respect thereof, and shall not participate in any proceeds available to the Corporation's shareholders upon the liquidation, dissolution or winding up of the Corporation.

Section 5. *No Impairment.* The Corporation shall not intentionally take any action which would impair the rights and privileges of the 2023 Series B Preferred Stock set forth herein or the rights of the holder thereof. The Corporation will not, by amendment of its certificate of incorporation or through any reorganization, transfer of assets, consolidation, merger, dissolution, issue or sale of securities or any other voluntary action, avoid or seek to avoid the observance or performance of any of the terms to be observed or performed hereunder by the Corporation, but will at all times in good faith assist in the carrying out of all the provisions herein and in the taking of all such action as may be necessary or appropriate in order to protect the rights of the holder of the 2023 Series B Preferred Stock against impairment.

Section 6. *Replacement Certificate.* In the event that the holder of the 2023 Series B Preferred Stock notifies the Corporation that the stock certificate evidencing the share of 2023 Series B Preferred Stock has been lost, stolen, destroyed or mutilated, the Corporation shall issue a replacement stock certificate evidencing the 2023 Series B Preferred Stock identical in tenor and date to the original stock certificate evidencing the 2023 Series B Preferred Stock, provided that the holder executes and delivers to the Corporation an affidavit of lost stock certificate and an agreement reasonably satisfactory to the Corporation to indemnify the Corporation from any loss incurred by it in connection with such 2023 Series B Preferred Stock certificate.

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Designation to be duly executed by an officer thereunto duly authorized this 11th day of April, 2023.

NATURAL HARMONY FOODS, INC.

By: Synergy Management Group,  
LLC., its Custodian

By: 

Name: Benjamin Berry

Its: President

**NATURAL HARMONY FOODS, INC.**

**RESOLUTION OF SYNERGY MANAGEMENT GROUP, LLC. AS COURT  
APPOINTED CUSTODIAN**

The undersigned, being the Court-appointed custodian of NATURAL HARMONY FOODS, INC., a Florida corporation (the "Corporation"), acting in accordance with Section 607.1432 of the Florida Statutes, hereby consents to the adoption of the following resolutions:

**Certificate of Amendment**

**Dated: April 1, 2023**

WHEREAS, In accordance with the Court's inherent power and Florida Statutes 607.1432 and 607.1430, Synergy Management Group, LLC, a Wyoming limited liability company, was appointed Custodian of the Corporation pursuant to an Order of the CIRCUIT COURT OF THE 17TH JUDICIAL CIRCUIT IN AND FOR BROWARD COUNTY, FLORIDA, CASE NO. CACE22010961 on April 11, 2023 (the "Order")(the "Custodian")(See Exhibit A);

WHEREAS, pursuant to Section 607.1432 of the Florida Statutes Order, the Custodian is authorized to exercise all of the powers of the corporation, through or in place of its board of directors or officers, to the extent necessary to manage the affairs of the corporation in the best interests of its shareholders.

WHEREAS, the Custodian deems it to be in the best interest of the Corporation and its stockholders to adopt the following resolutions;

Pursuant to the Florida Statutes (the "Statutes"), the Articles of Incorporation of **NATURAL HARMONY FOODS, INC.** (the "Corporation"), are amended as follows:

The undersigned President and Secretary of the Corporation, does hereby certify:

*WHEREAS*, On April 11, at a special meeting of the Board of Directors, the Board of Directors of the Company, unanimously consented to the following resolutions;

*WHEREAS*, that the following amendments to the Articles of Incorporation were duly adopted.

*NOW, THEREFORE:*

*RESOLVED*, that the appropriate article shall be amended to allow the creation two new classes of preferred shares. The first new class shall be called the Special 2023 Series A Preferred Shares and the second shall be called Special 2023 Series B Preferred Shares.

*RESOLVED*, that the Special 2023 Series A Preferred Shares shall have the following designation:

Section 1. *Designation and Amount.* The designation of this class of capital stock shall be "Special 2023 Series A Preferred", par value \$0.001 per share (the "*2023 Series A Preferred Stock*"). The number of authorized shares of 2023 Series A Preferred Stock is two hundred (200) shares.

Section 2. *Voting Rights.* Except as otherwise required by law, the holder of the share of 2023 Series A Preferred Stock shall have the following rights:

(a) Number of Votes; Voting with Common Stock. Except as provided by Florida statutes or Section 2(b) below), the holder of the 2023 Series A Preferred Stock shall vote together with the holders of preferred stock (including on an as converted basis), par value \$0.001, and common stock, par value \$0.001 per share, of the Corporation (the "Common Stock") as a single class. The 2023 Series A Preferred Stock stockholder is entitled to 60% of all votes (including, but not limited to, common stock, and preferred stock (including on an as converted basis)) entitled to vote at each meeting of stockholders of the Corporation (and written actions of stockholders in lieu of meetings) with respect to any and all matters presented to the stockholders of the Corporation for their action or consideration. The 2023 Series A Preferred Stock shall not be divided into fractional shares.

(b) Adverse Effects. The Corporation shall not amend, alter or repeal the preferences, rights, powers or other terms of the 2023 Series A Preferred Stock so as to affect adversely the 2023 Series A Preferred Stock or the holder thereof without the written consent or affirmative vote of the holder of the 2023 Series A Preferred Stock given in writing or by vote at a meeting, consenting or voting (as the case may be) separately as a class.

Section 3. *Conversion in to common shares.* The share of 2023 Series A Preferred Stock shall convert into common shares at a conversion rate of 1 preferred to 10,000,000 common shares. The holder of the 2023 Series A Preferred Stock can affect the conversion at any time. The conversion in to common is a right and conversion is not required.

Section 4. *Dividends, Liquidation.* The share of 2023 Series A Preferred Stock shall not be entitled to any dividends in respect thereof, and shall not participate in any proceeds available to the Corporation's shareholders upon the liquidation, dissolution or winding up of the Corporation.

Section 5. *No Impairment.* The Corporation shall not intentionally take any action which would impair the rights and privileges of the 2023 Series A Preferred Stock set forth herein or the rights of the holder thereof. The Corporation will not, by amendment of its certificate of incorporation or through any reorganization, transfer of assets, consolidation, merger, dissolution, issue or sale of securities or any other voluntary action, avoid or seek to avoid the observance or performance of any of the terms to be observed or performed hereunder by the Corporation, but will at all times in good faith assist in the carrying out of all the provisions herein and in the taking of all such action as may be necessary or appropriate in order to protect the rights of the holder of the 2023 Series A Preferred Stock against impairment.

Section 6. *Replacement Certificate.* In the event that the holder of the 2023 Series A Preferred Stock notifies the Corporation that the stock certificate evidencing the share of 2023 Series A Preferred Stock has been lost, stolen, destroyed or mutilated, the Corporation shall issue a replacement stock certificate evidencing the 2023 Series A Preferred Stock identical in tenor and date to the original stock certificate evidencing the 2023 Series A Preferred Stock, provided that the holder executes and delivers to the Corporation an affidavit of lost stock certificate and an agreement reasonably satisfactory to the Corporation to indemnify the Corporation from any loss incurred by it in connection with such 2023 Series A Preferred Stock certificate.

*RESOLVED*, that the Special 2023 Series A Preferred Shares shall have the following designation:

Section 1. *Designation and Amount.* The designation of this class of capital stock shall be "Special 2023 Series A Preferred", par value \$0.001 per share (the "2023 Series A Preferred Stock"). The number of authorized shares of 2023 Series A Preferred Stock is two hundred (200) shares.

Section 2. *Voting Rights.* Except as otherwise required by law, the holder of the share of 2023 Series A Preferred Stock shall have the following rights:

(a) Number of Votes; Voting with Common Stock. Except as provided by Florida statutes or Section 2(b) below), the holder of the 2023 Series A Preferred Stock shall vote together with the holders of preferred stock (including on an as converted basis), par value \$0.001, and common stock, par value \$0.001 per share, of the Corporation (the "Common Stock") as a single class. The 2023 Series A Preferred Stock stockholder is entitled to 60% of all votes (including, but not limited to, common stock, and preferred stock (including on an as converted basis)) entitled to vote at each meeting of stockholders of the Corporation (and written actions of stockholders in lieu of meetings) with respect to any and all matters presented to the stockholders of the Corporation for their action or consideration. The 2023 Series A Preferred Stock shall not be divided into fractional shares.

(b) Adverse Effects. The Corporation shall not amend, alter or repeal the preferences, rights, powers or other terms of the 2023 Series A Preferred Stock so as to affect adversely the 2023 Series A Preferred Stock or the holder thereof without the written consent or affirmative vote of the holder of the 2023 Series A Preferred Stock given in writing or by vote at a meeting, consenting or voting (as the case may be) separately as a class.

Section 3. *Conversion in to common shares.* The share of 2023 Series A Preferred Stock shall convert into common shares at a conversion rate of 1 preferred to 10,000,000 common shares. The holder of the 2023 Series A Preferred Stock can affect the conversion at any time. The conversion in to common is a right and conversion is not required.

Section 4. *Dividends, Liquidation.* The share of 2023 Series A Preferred Stock shall not be entitled to any dividends in respect thereof, and shall not participate in any proceeds available to the Corporation's shareholders upon the liquidation, dissolution or winding up of the Corporation.

Section 5. *No Impairment.* The Corporation shall not intentionally take any action which would impair the rights and privileges of the 2023 Series A Preferred Stock set forth

herein or the rights of the holder thereof. The Corporation will not, by amendment of its certificate of incorporation or through any reorganization, transfer of assets, consolidation, merger, dissolution, issue or sale of securities or any other voluntary action, avoid or seek to avoid the observance or performance of any of the terms to be observed or performed hereunder by the Corporation, but will at all times in good faith assist in the carrying out of all the provisions herein and in the taking of all such action as may be necessary or appropriate in order to protect the rights of the holder of the 2023 Series A Preferred Stock against impairment.

Section 6. *Replacement Certificate.* In the event that the holder of the 2023 Series A Preferred Stock notifies the Corporation that the stock certificate evidencing the share of 2023 Series A Preferred Stock has been lost, stolen, destroyed or mutilated, the Corporation shall issue a replacement stock certificate evidencing the 2023 Series A Preferred Stock identical in tenor and date to the original stock certificate evidencing the 2023 Series A Preferred Stock, provided that the holder executes and delivers to the Corporation an affidavit of lost stock certificate and an agreement reasonably satisfactory to the Corporation to indemnify the Corporation from any loss incurred by it in connection with such 2023 Series A Preferred Stock certificate.

*RESOLVED*, that the Special 2023 Series B Preferred Shares shall have the following designation:

Section 1. *Designation and Amount.* The designation of this class of capital stock shall be "Special 2023 Series B Preferred", par value \$.001 per share (the "*2023 Series B Preferred Stock*"). The number of authorized shares of 2023 Series B Preferred Stock is two (2) shares.

Section 2. *Voting Rights.* Except as otherwise required by law, the holder of the share of 2023 Series B Preferred Stock shall have no voting rights:

(b) Adverse Effects. The Corporation shall not amend, alter or repeal the preferences, rights, powers, number of shares authorized or other terms of the 2023 Series B Preferred Stock so as to affect adversely the 2023 Series B Preferred Stock or the holder thereof without the written consent or affirmative vote of the holder(s) of the 2023 Series B Preferred Stock given in writing or by vote at a meeting, consenting or voting (as the case may be) separately as a class.

Section 3. *Conversion into common shares.* Each share of 2023 Series B Preferred Stock shall be convertible, at the option of the holder thereof, at any time after the date of issuance of such share, at the office of the Corporation or any transfer agent for such stock, into such number of fully paid and nonassessable shares of Common Stock at a conversion rate of one (1) 2023 Series B Preferred into 4.99% of outstanding common shares at the date of conversion. The initial Series B Conversion Price per share shall be such amount as to convert into 4.99% of the issued and outstanding Common Stock of the Corporation on the date of conversion. The holder of the 2023 Series B Preferred Stock can affect the conversion at any time.

Section 4. *Dividends, Liquidation.* The share of 2023 Series B Preferred Stock shall not be entitled to any dividends in respect thereof, and shall not participate in any proceeds available to the Corporation's shareholders upon the liquidation, dissolution or winding up of the Corporation.

Section 5. *No Impairment.* The Corporation shall not intentionally take any action which would impair the rights and privileges of the 2023 Series B Preferred Stock set forth herein or the rights of the holder thereof. The Corporation will not, by amendment of its certificate of incorporation or through any reorganization, transfer of assets, consolidation, merger, dissolution, issue or sale of securities or any other voluntary action, avoid or seek to avoid the observance or performance of any of the terms to be observed or performed hereunder by the Corporation, but will at all times in good faith assist in the carrying out of all the provisions herein and in the taking of all such action as may be necessary or appropriate in order to protect the rights of the holder of the 2023 Series B Preferred Stock against impairment.

Section 6. *Replacement Certificate.* In the event that the holder of the 2023 Series B Preferred Stock notifies the Corporation that the stock certificate evidencing the share of 2023 Series B Preferred Stock has been lost, stolen, destroyed or mutilated, the Corporation shall issue a replacement stock certificate evidencing the 2023 Series B Preferred Stock identical in tenor and date to the original stock certificate evidencing the 2023 Series B Preferred Stock, provided that the holder executes and delivers to the Corporation an affidavit of lost stock certificate and an agreement reasonably satisfactory to the Corporation to indemnify the Corporation from any loss incurred by it in connection with such 2023 Series B Preferred Stock certificate.

#### **Consent**

WHEREFORE, this Consent shall have the same force and effect as a majority vote cast at a meeting of the shareholders duly called, noticed, convened and held in accordance with the law, the Articles of Incorporation, and the Bylaws of the Corporation.

Effective date: April 11, 2023

SYNERGY MANAGEMENT GROUP, LLC.

As Court-Appointed Custodian for NATURAL HARMONY FOODS, INC., Florida corporation



By: Benjamin Berry  
Its: Managing Member

**WRITTEN CONSENT TO ACTION WITHOUT MEETING OF THE BOARD  
OF DIRECTORS OF NATURAL HARMONY FOODS, INC. A FLORIDA  
CORPORATION**

The undersigned, being all of the duly appointed and acting members of the Board of Directors of NATURAL HARMONY FOODS, INC., a Florida corporation (the "Corporation"), do hereby consent to the adoption of, and do hereby adopt, the following resolutions with the same force and effect as if adopted at a meeting of the Board of Directors duly called and held, pursuant to Section 617.0821 of the Florida Statutes and pursuant to the bylaws of the Corporation.

1. Issuance of Special Series A Preferred Stock

WHEREAS the Board of Directors of the Corporation (the "Board") has determined that it is in the best interests of the Corporation to issue to Synergy Management Group, LLC, a Wyoming limited-liability company, 200 shares of Special 2023 Series A Preferred Stock in the Corporation, par value \$0.001, for par value, for services rendered;

RESOLVED, that the Board of Directors hereby approves issuing to Synergy Management Group, LLC, a Wyoming limited-liability company, 200 shares of Special 2023 Series A Preferred Stock in the Corporation for par value for services rendered.

2. Issuance of Special Series A Preferred Stock

WHEREAS the Board of Directors of the Corporation (the "Board") has determined that it is in the best interests of the Corporation to issue to Synergy Management Group, LLC, a Wyoming limited-liability company, 2 shares of Special 2023 Series B Preferred Stock in the Corporation, par value \$0.001, for par value, for services rendered;

RESOLVED, that the Board of Directors hereby approves issuing to Synergy Management Group, LLC, a Wyoming limited-liability company, 2 shares of Special 2023 Series A Preferred Stock in the Corporation for par value for services rendered.

3. Authorization of Corporate Actions.

RESOLVED THAT each officer of the Corporation is hereby authorized and directed to do and perform, or cause to be done and performed, all such acts, deeds and things and to make, execute and deliver, or cause to be made, executed and delivered, all such agreements, undertakings, documents, instruments or certificates in the name and on behalf of the Corporation or otherwise as each such officer may deem necessary or appropriate to effectuate or carry out fully the purpose and intent of the foregoing resolutions and any of the transactions

contemplated thereby. All actions heretofore taken by any director or officer of the Corporation in connection with any matter referred to in the foregoing resolutions are hereby approved, ratified and confirmed in all respects.

The secretary and any assistant secretary of the Corporation or any other officer of the Corporation, is hereby authorized to certify and deliver, to any person to whom such certification and delivery may be deemed necessary or appropriate in the opinion of such officer, a true copy of the foregoing resolutions.

**Approval**

NATURAL HARMONY FOODS, INC., a Florida corporation, waives the required notice of meeting and consents to all actions taken hereby.

Dated: April 11, 2023



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By: Benjamin Berry  
Its: President, Sole Board Member