

P020000009616

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(City/State/Zip/Phone #)

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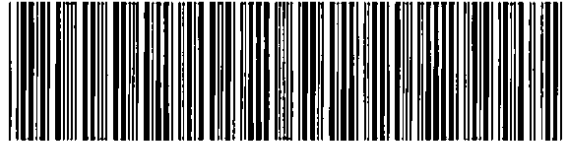
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Amend

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**DATE: 09/25/2023**

**NAME: INTERNATIONAL CONSOLIDATED COMPANIES INC .**

**TYPE OF FILING: AMENDMENT**

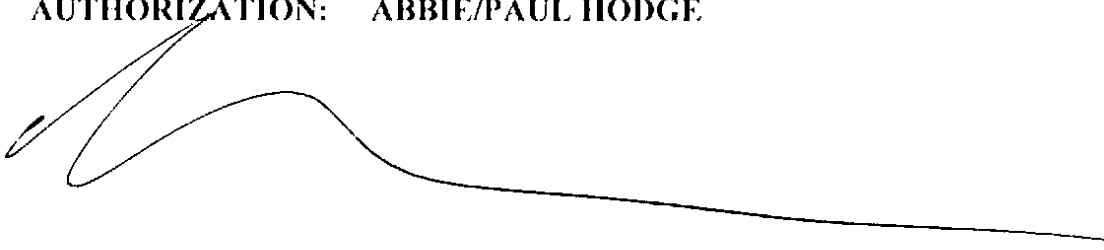
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**ACCOUNT: FCA000000015**

**AUTHORIZATION: ABBIE/PAUL HODGE**



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**COVER LETTER**

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: INTERNATIONAL CONSOLIDATED COMPANIES INC

DOCUMENT NUMBER: P02000009616

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

Please return all correspondence concerning this matter to the following:

ANTONIO UCCELLO

Name of Contact Person

Firm/ Company

201 4TH ST S UNIT 410

Address

ST PETERSBURG, FL 33701

City/ State and Zip Code

BALTIC38DP@ME.COM

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

For further information concerning this matter, please call:

ANTONIO UCCELLO

Name of Contact Person

at ( 561 ) 724-1455

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

Articles of Amendment  
to  
Articles of Incorporation  
of

FILED

INTERNATIONAL CONSOLIDATED COMPANIES, INC.

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

702000009616

(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:

A. If amending name, enter the new name of the corporation:

\_\_\_\_\_ The new  
name must be distinguishable and contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.,"  
"Inc.," or Co.," or the designation "Corp.," "Inc.," or "Co.". A professional corporation name must contain the word  
"chartered," "professional association," or the abbreviation "P.A."

B. Enter new principal office address, if applicable:  
(Principal office address MUST BE A STREET ADDRESS)

C. Enter new mailing address, if applicable:  
(Mailing address MAY BE A POST OFFICE BOX)

D. If amending the registered agent and/or registered office address in Florida, enter the name of the  
new registered agent and/or the new registered office address:

Name of New Registered Agent \_\_\_\_\_

\_\_\_\_\_  
(Florida street address)

New Registered Office Address: \_\_\_\_\_, Florida \_\_\_\_\_  
(City) (Zip Code)

New Registered Agent's Signature, if changing Registered Agent:  
I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

\_\_\_\_\_  
Signature of New Registered Agent, if changing

Check if applicable

☐ The amendment(s) is/are being filed pursuant to s. 607.0120 (11) (c), F.S.

Amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

Please note the officer/director title by the first letter of the office title:

P = President; V = Vice President; T = Treasurer; S = Secretary; D = Director; TR = Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change, Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example:

☒ Change      PT      John Doe

☒ Remove      V      Mike Jones

☒ Add      SV      Sally Smith

Type of Action (Check One)	Title	Name	Address
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1) <input type="checkbox"/> Change	_____	_____	_____
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<input type="checkbox"/> Add			_____
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<input type="checkbox"/> Remove			_____
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2) <input type="checkbox"/> Change	_____	_____	_____
------------------------------------	-------	-------	-------

<input type="checkbox"/> Add			_____
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<input type="checkbox"/> Remove			_____
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3) <input type="checkbox"/> Change	_____	_____	_____
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<input type="checkbox"/> Add			_____
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<input type="checkbox"/> Remove			_____
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4) <input type="checkbox"/> Change	_____	_____	_____
------------------------------------	-------	-------	-------

<input type="checkbox"/> Add			_____
------------------------------	--	--	-------

<input type="checkbox"/> Remove			_____
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5) <input type="checkbox"/> Change	_____	_____	_____
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<input type="checkbox"/> Add			_____
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<input type="checkbox"/> Remove			_____
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6) <input type="checkbox"/> Change	_____	_____	_____
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<input type="checkbox"/> Add			_____
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<input type="checkbox"/> Remove			_____
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**E. If amending or adding additional Articles, enter change(s) here:**  
**(Attach additional sheets, if necessary). (Be specific)**

**SEE ATTACHED AMENDMENT TO PREFERRED "Z"**

**F. If an amendment provides for an 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)**

09/20/2023

The date of each amendment(s) adoption: \_\_\_\_\_, if other than the date this document was signed.

09/20/2023

Effective date if applicable: \_\_\_\_\_  
(no more than 90 days after amendment file date)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

Adoption of Amendment(s) **(CHECK ONE)**

☐ The amendment(s) was/were adopted by the incorporators, or board of directors without shareholder action and shareholder action was not required.

☒ The amendment(s) was/were adopted 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)

Dated 9-20-2023



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 UCCELLO

\_\_\_\_\_  
(Typed or printed name of person signing)

CEO, CHAIRMAN OF THE BOARD

\_\_\_\_\_  
(Title of person signing)

**WRITTEN CONSENT OF SHAREHOLDER**  
**PURSUANT TO FLORIDA STATUTE §607.0704**

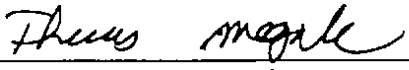
THOMAS J. MEGALE, being the holder of [1,000,000] shares of Series Z Preferred Stock of International Consolidated Companies, Inc. (the "*Corporation*") hereby gives the Corporation its consent and votes such shares, pursuant to Florida Statute §607.0704, to do the following:

1. Amend the Designation of the Series Z Preferred Stock as set forth on Exhibit A hereto

IN WITNESS WHEREOF the undersigned have executed this Written Consent this 20th day of September 2023.

  
THOMAS J. MEGALE

WITNESS:

By:   
Name: THOMAS A MEGALE  
Title: MANAGER

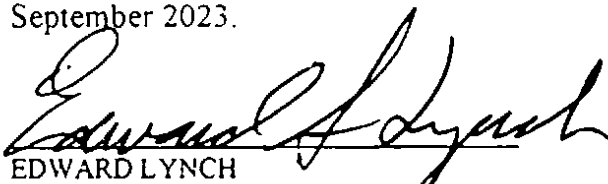


**WRITTEN CONSENT OF SHAREHOLDER**  
**PURSUANT TO FLORIDA STATUTE §607.0704**


EDWARD LYNCH, being the holder of [1,000,000] shares of Series Z Preferred Stock of International Consolidated Companies, Inc. (the "*Corporation*") hereby gives the Corporation its consent and votes such shares, pursuant to Florida Statute §607.0704, to do the following:

- I. Amend the Designation of the Series Z Preferred Stock as set forth on Exhibit A hereto

IN WITNESS WHEREOF the undersigned have executed this Written Consent this 20th day of September 2023.

  
EDWARD LYNCH

WITNESS:

By:   
Name: Anthony McMyne  
Title: Business Associate

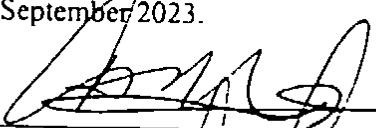
**WRITTEN CONSENT OF SHAREHOLDER**

**PURSUANT TO FLORIDA STATUTE §607.0704**

ANTONIO UCCELLO, being the holder of [4,100,000] shares of Series Z Preferred Stock of International Consolidated Companies, Inc. (the "**Corporation**") hereby gives the Corporation its consent and votes such shares, pursuant to Florida Statute §607.0704, to do the following:

1. Amend the Designation of the Series Z Preferred Stock as set forth on Exhibit A hereto

IN WITNESS WHEREOF the undersigned have executed this Written Consent this 20th day of September 2023.

  
\_\_\_\_\_  
ANTONIO UCCELLO

WITNESS:

By: \_\_\_\_\_

Name: MARCELO RAFFENELLO

Title: \_\_\_\_\_

**WRITTEN CONSENT OF SHAREHOLDER**  
**PURSUANT TO FLORIDA STATUTE §607.0704**

HAROLD O. MILLER, TRUSTEE: GREY CLIFFE TRUST, being the holder of [4,900,000] shares of Series Z Preferred Stock of International Consolidated Companies, Inc. (the "*Corporation*") hereby gives the Corporation its consent and votes such shares, pursuant to Florida Statute §607.0704, to do the following:

1. Amend the Designation of the Series Z Preferred Stock as set forth on Exhibit A hereto

IN WITNESS WHEREOF the undersigned have executed this Written Consent this 20th day of September 2023.



HAROLD O. MILLER, TRUSTEE: GREY CLIFFE TRUST

WITNESS:

By: 

Name: JAMES TAYLOR

Title: \_\_\_\_\_

Exhibit A

Articles of Amendment to  
Designation of Series Z Preferred Stock of  
International Consolidated Companies Inc.

On September 28<sup>th</sup>, 2023, the holders of a majority of the issued and outstanding shares of the Series Z Preferred Stock of International Consolidated Companies Inc. (the "*Company*") approved the following amendments to the Designation of the Series Z Preferred Stock.

1. Section 4.1.4 is amended by adding the following after the last sentence of the Section:

"This Section 4.1.4 shall not be subject to the issuance limitations of Section 4.1.3."

2. Section 4.4.1 is amended by adding the following after the last sentence of the Section:

"Notwithstanding the foregoing or the provisions of Section 4.1, upon the effectiveness of a reverse split of the Common Stock in a ratio of 1,000 to 1 or greater (meaning the issued and outstanding shares of Common Stock of the Company is divided by an amount equal or great to 1,000) then the Series Z Preferred Stock shall be convertible into shares of Common Stock on a 1 for 1 basis; one share of Series Z Preferred Stock being exchangeable for 1 post-split share of Common Stock."

3. The remainder of the Designation of Series Z Preferred Stock shall remain unchanged and in full force and effect.

IN WITNESS WHEREOF, the Corporation has caused this Amendment to the Certificate of Designation of Series Z Preferred Stock to be duly executed by its Chief Executive Officer this \_\_\_\_ day of September, 2023, who acknowledges that this Certificate of Designation is the act of the Corporation and state to the best of his knowledge, information and belief, under the penalties of perjury, that the above matters and facts are true in all material respects.

INTERNATIONAL CONSOLIDATED COMPANIES, INC.

  
Antonio Uccello, Chief Executive Officer