

P02000013170

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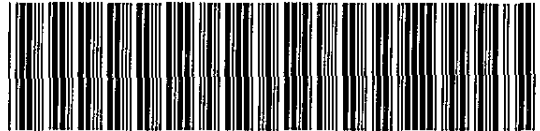
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10-21
4/1/09

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Carmel Consultants International, Inc.

DOCUMENT NUMBER: P 020000 13170

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

Please return all correspondence concerning this matter to the following:

Owring Kashel
(Name of Contact Person)

Carmel Consultants International, Inc.
(Firm/ Company)

8891 Palisades Beach Ave
(Address)

Orlando FL 32829
(City/ State/ and Zip Code)

For further information concerning this matter, please call:

Owring Kashel at (321) 377-5270
(Name of Contact Person) (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

Carmel Consultants International, Inc.
(Name of corporation as currently filed with the Florida Dept. of State)

PO2000013170
(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):

Carmel International, Inc.
(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)**

Please see attached Articles of Amendment
to articles of Incorporation

(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)

N/A

No shares were issued

(continued)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The date of each amendment(s) adoption: 10-18-04

Effective date if applicable: November 1, 04
(no more than 90 days after amendment file date)

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

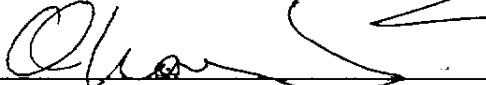
- ☐ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each 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 18 day of October, 2004

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)

Olwang Kasha
(Typed or printed name of person signing)

President
(Title of person signing)

FILING FEE: \$35

Articles of Amendment
To
Articles of Incorporation
Of
Carmel Consultants International, Inc.
P02000013170

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida Profit Corporation adopts the following Articles of Amendment to its Articles of Incorporation, as of and effective November 1, 2003.

This Articles of Amendment to Articles of Incorporation was approved by the board of directors/shareholders on September 3, 2004 in the annual meeting of the cooperation.

ARTICLE I: CORPORATION NAME

The name of the Corporation shall be: Carmel International, Inc.

ARTICLE II: PRINCIPLE OFFICE

The principle place of business and mailing address of this Corporation is:
8891 Palisades Beach Ave., Orlando, FL 32829.

ARTICLE III: PURPOSES

The purpose for which this Corporation is organized is to: engage in consulting services; design/build services; resale parts and equipment; perform tasks as manufacturer distributor; invest in its funds in real estate, mortgages, stocks, bonds or any other types of investments.

ARTICLE IV: SHARES

The number of shares of stock that this Corporation is authorized to have is: 1,000 shares at \$1.00 par share value.

ARTICLE V: OFFICERS AND DIRECTORS

The business of this Corporation shall be managed by its Board of Directors. The Board of Directors shall consist of one (1) member. The name and address of this member on the Board of Directors is:

Owring Kashef
8891 Palisades Beach Ave.,
Orlando, FL 32829

ARTICLE VI: INITIAL REGISTERED AGENT

The name and Florida street address of the registered agent is:

Owrang Kashef
8891 Palisades Beach Ave.,
Orlando, FL 32829

ARTICLE VII: INCORPORATOR

The name and address of the Incorporator is:

Owrang Kashef
8891 Palisades Beach Ave.,
Orlando, FL 32829

ARTICLE VIII: LIABILITY OF DIRECTORS

To the fullest extent permitted by law, no director of this corporation shall be personally liable to the corporation or its shareholders for monetary damages for breach of any duty owed to the corporation or its shareholders, except that a director may be held personally liable for (i) breaches of the duty of loyalty, (ii) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) declaration of unlawful dividends or unlawful stock repurchases or redemptions, or (iv) a transaction from which the director derives an improper personal benefit.

Any director or officer who is involved in litigation or other proceedings by reason of his or her position as a director or officer of this corporation shall be indemnified and held harmless by the corporation to the fullest extent permitted by law.

ARTICLE IX: OTHER PROVISIONS

Preemptive Rights: The Corporation elects to have preemptive rights so that each shareholder has the right to acquire a proportional amount of any shares that are issued.

Director or Officer Interest: In the absence of fraud, no transaction between (a) this corporation and (b) any other association, corporation or any director or officer of this corporation individually, shall be affected by the fact that any director or officer of this corporation is individually or party to the transaction or its interested in or is a director or officer of such other association or corporation.


Stock Transfer Restriction: No shareholder of this corporation shall sell any shares of stock held by him or her in this corporation without first offering to sell such stock to the corporation on the same terms and conditions and at

the price offered in good faith and in writing, by any proposed purchaser. The written offer by such proposed purchaser shall be delivered to the corporation at the time the stock is offered to the corporation for sale. The corporation shall have the right to accept the offer any time within thirty (30) days from and after the date on which the offer is made to the shareholder and shall exercise the option to purchase by notifying the shareholder in writing. If the corporation shall not exercise its option to purchase the shares of stock, it shall notify the shareholder in writing within the thirty (30) day period and the share may be sold by shareholder, but only to the proposed purchaser on the same terms and conditions as offered to the corporation, and only within thirty (30) days from and after the date on which the corporation declines to exercise its option.

Corporate Seal: The Corporation shall have no corporate seal.

Execution of Written Instruments: All instruments that are executed on behalf of the corporation which are acknowledged and which affect an interest in real estate shall be executed by the President or any Vice-President and the Secretary or Treasurer. All other instruments executed by the corporation, including a release of mortgage or lien, may be executed by the President or Vice-President. Notwithstanding the preceding provisions of this section, any written instrument may be executed by any officer(s) or agent(s) that are specifically designated by resolution of the board of directors.

IN WITNESS WHEREOF, I, the undersigned, being the Incorporator hereinbefore named, for the purpose of forming this corporation to do business under the laws of Florida, have executed these Articles of Amendment of Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, on this 18th day of October 2004.



Owring Kashef
President & Chairman of the Board