

# PO2 000013635

Florida Department of State  
Division of Corporations  
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To:

Division of Corporations  
Fax Number : (850)617-6380

From:

Account Name : NELSON MULLINS RILEY & SCARBOROUGH LLP  
Account Number : I20100000075  
Phone : (305)373-9419  
Fax Number : (305)373-9443

**\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\***

Email Address: todd.jones@realadvice.com

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**COR AMND/RESTATE/CORRECT OR O/D RESIGN  
REALADVICE, INC.**

Certificate of Status	0
Certified Copy	1
Page Count	06
Estimated Charge	\$43.75

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**COVER LETTER**

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: REALADVICE, INC.

DOCUMENT NUMBER: P02000013635

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

Please return all correspondence concerning this matter to the following:

Matthew McRoberts

Name of Contact Person

Nelson Mullins Riley & Scarborough LLP

Firm/ Company

8625 Tamiami Trail North, Suite 202

Address

Naples, FL 34108

City/ State and Zip Code

todd.jones@realadvice.com

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

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For further information concerning this matter, please call:

Matthew McRoberts

at ( 239 ) 325-0416

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:

☐ \$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

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Articles of Amendment  
to  
Articles of Incorporation  
of

REALADVICE, INC.

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

P02000013635

(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.

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If 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
1) <input checked="" type="checkbox"/> Change	PD	Todd D Jones	3839 WEST KENNEDY BLVD
<input type="checkbox"/> Add			TAMPA, FL 33609
<input type="checkbox"/> Remove			
2) <input type="checkbox"/> Change	D	Joryn Jenkins	3839 WEST KENNEDY BLVD
<input type="checkbox"/> Add			TAMPA, FL 33609
<input checked="" type="checkbox"/> Remove			
3) <input type="checkbox"/> Change			
<input type="checkbox"/> Add			
<input type="checkbox"/> Remove			
4) <input type="checkbox"/> Change			
<input type="checkbox"/> Add			
<input type="checkbox"/> Remove			
5) <input type="checkbox"/> Change			
<input type="checkbox"/> Add			
<input type="checkbox"/> Remove			
6) <input type="checkbox"/> Change			
<input type="checkbox"/> Add			
<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)*

RESOLVED, that in conjunction with the Plan of Recapitalization, the Articles of Incorporation of the Corporation

are amended by deleting Section 6.1 in its entirety and replacing it with the following:

The Corporation is authorized to issue 20,000,000 shares of common stock of which 400,000 of such shares shall be voting common stock with a \$0.01 par value and 19,600,000 of such shares shall be non-voting common stock with a \$0.01 par value. The voting common shares and the non-voting common shares shall have identical rights except that the non-voting common shares shall not entitle the holder thereof to vote on any matter unless specifically required by law.

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**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)*

At the Effective Time, each share of the 111,732 issued and outstanding shares of the Corporation's Outstanding Common Stock shall be exchanged for: (x) two (2) shares of the Corporation's Voting Common Stock issued under the Amended Articles; and (y) ninety-eight (98) shares of the Corporation's Non-Voting Common stock issued under the Amended Articles.

The Shareholders shall surrender their shares of currently outstanding common stock to the Corporation and such Shareholder shall be entitled upon such surrender to receive in exchange therefor certificates representing the number of shares of newly authorized voting common stock and non-voting common stock.

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

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

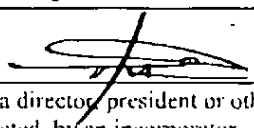
Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

**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 August 26, 2022

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)

Todd D Jones

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

President, Director

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

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