

P02000030829

Florida Department of State
Division of Corporations
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To:

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

From:

Account Name : REIMER & ROSENTHAL LLP
Account Number : 120000000101
Phone : (954) 384-9200
Fax Number : (954) 384-0017

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TALLAHASSEE, FLORIDA

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**COR AMND/RESTATE/CORRECT OR O/D RESIGN
AMERICAN VIBRACORE SERVICES, INC.**

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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: American Vibracore Services, Inc.

DOCUMENT NUMBER: P02000030829

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

Please return all correspondence concerning this matter to the following:

Alex P. Rosenthal

Name of Contact Person

Reimer & Rosenthal LLP

Firm/ Company

2115 North Commerce Parkway

Address

Weston, FL 33326

City/ State and Zip Code

alex@rcounsel.com

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

For further information concerning this matter, please call:

Alex P. Rosenthal, Esq.

Name of Contact Person

at (954)

384-9200

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
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

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Articles of Amendment
to
Articles of Incorporation
of

American Vibracore Services, Inc.

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

P02000030829

(Document Number of Corporation (if known))

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:

New Registered Office Address:

(Florida street address)

(City)

Florida

(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

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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)

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
CEO	Fred Kaub	1215 Wallace Drive Delray Beach, FL 33444	<input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove
Pres.	Frank Frione	1215 Wallace Drive Delray Beach, FL 33444	<input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove
EVP	Chris Pacitto	1215 Wallace Drive Delray Beach, FL 33444	<input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove

E. If amending or adding additional Articles, enter change(s) here:
(attach additional sheets, if necessary). (Be specific)

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)

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The date of each amendment(s) adoption: 8/2/10
(date of adoption is required)

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

Adoption of Amendment(s) (CHECK ONE)

☒ 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)

☐ 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.

Dated 8/2/10

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)

Frank Frione

(Typed or printed name of person signing)

President

(Title of person signing)

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**UNANIMOUS WRITTEN CONSENT TO ACTION IN LIEU
OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS
AND STOCKHOLDERS OF AMERICAN VIBRACORE SERVICES, INC.**

The undersigned, being all of the Directors and the Florida corporation named above (the "Corporation"), do hereby consent to the following actions in lieu of holding a meeting regarding same, all pursuant to the Florida Statutes, Sections 607.0821, respectively, and the Corporation's By-Laws and Articles of Incorporation:

WHEREAS, the Directors desire to elect officers to the Corporation;

NOW, THEREFORE, the undersigned agree as follows:

The following are hereby elected as officers (as designated) of the Corporation:

Chief Executive Officer:	Fred Kaub
President:	Frank Frione
Vice President:	Chris Pacitto

Agreed to and consented to as of 8/2, 2010.

DIRECTORS AND SHAREHOLDERS:


Fred Kaub


Frank Frione

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