

PO2000050494

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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Central Florida Bakery Enterprises, Inc.

DOCUMENT NUMBER: P02000050494

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

Please return all correspondence concerning this matter to the following:

Thomas W. Scozzafava

Name of Contact Person

Seaway Valley Capital Corporation

Firm/ Company

213 West Main Street, PO Box 725

Address

Sackets Harbor, NY 13685

City/ State and Zip Code

contact@seawaycapital.com

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

For further information concerning this matter, please call:

Thomas Scozzafava

Name of Contact Person

at (315)

646-7101

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

Articles of Amendment
to
Articles of Incorporation
of

Central Florida Bakery Enterprises, Inc.

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

P02000050494

(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**)

213 West Main Street

Sackets Harbor, NY 13685

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

PO Box 725
Sackets Harbor, NY 13685

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:

Pearl Ashcraft

New Registered Office Address:

1900 SE Kanner Hwy.

(Florida street address)

Stuart, FL 34994

(City)

, Florida 34995

(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

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>
<u>Pres.</u>	<u>Thomas W. Scozzafava</u>	<u>213 West Main Street</u> <u>Sackets Harbor, NY 13685</u>	<input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove
<u>Pres.</u>	<u>Chris Swartz</u>	<u>234 Paddock Street</u> <u>Watertown, NY 13601</u> <u>(removed June 22, 2008)</u>	<input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove
<u>_____</u>	<u>_____</u>	<u>_____</u>	<input 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)

The date of each amendment(s) adoption: June 22, 2008

Effective date if applicable: June 22, 2008 (date of adoption is required)
(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 March 25, 2011

Signature Thomas W. Scozzafava
(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)

Thomas W. Scozzafava
(Typed or printed name of person signing)

Chairman & President
(Title of person signing)

NORTH COUNTRY OPERATING CORP.

**Alteri's Bakery Inc.
Battlefield Driving Range, Inc.
CFB Enterprises, Inc.
1812 North, LLC
1812 South, LLC
ERS Group, LLC
Harbor Acquisitions, Inc.
Harbor Acquisitions, LLC
LLW Purchase, Inc.
Mahar Partnership, LLC
M.G. I. Associates
NC of Clayton, Inc.
NC of Liverpool, Inc.
Pastry Products Producers, LLC
PPPI, Inc.
Red Hawk, Inc.
Sackets Cantina, Inc.
Sackets Harbor Brewing Co., Inc.
Sackets Harbor Brewing Distribution, LLC
Wheez & Haney, Inc.**

WRITTEN CONSENT OF THE STOCKHOLDER AND DIRECTOR

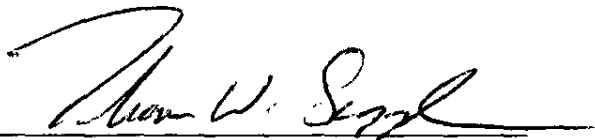
WITHOUT A MEETING

THE UNDERSIGNED, for whichever of the above-named entities he may be authorized to vote securities owned by it and for whichever of the above-named entities he may be the sole member of the Board of Directors, hereby consents in writing to the adoption of the following Resolutions authorizing the actions indicated therein, without a meeting:

RESOLVED, that, effective immediately, Christopher M. Swartz ("Swartz") and Gary Baker ("Baker") and Michael Kilburn ("Kilburn") are removed from any directorship, office, or agency of the above-named entities that each may have, including, without limitation, the office of President and/or Vice President; neither Swartz nor Baker nor Kilburn have authority to take any action on behalf of such entities; and all agency and authority hitherto given either is hereby revoked; and it is further

RESOLVED, that, without limiting the generality of foregoing, neither Swartz nor Baker nor Kilburn have authority to execute any checks, contracts, or any other instrument or document for any of the above-named entities.

IN WITNESS WHEREOF, the undersigned has executed this Written Consent as of the 22nd day of June, 2008, as an authorized officer of, or as the sole director of, any of the above-named entities for which he has such capacity.


Thomas W. Scozzafava

NORTH COUNTRY OPERATING CORP.

**Alteri Bakery Inc.
Battlefield Driving Range, Inc.
CFB Enterprises, Inc.
1812 North, LLC
1812 South, LLC
ERS Group, LLC
Harbor Acquisitions, Inc.
Harbor Acquisitions, LLC
LLW Purchase, Inc.
Mahar Partnership, LLC
M.G.I. Associates
NC of Clayton, Inc.
NC of Liverpool, Inc.
PPPI, Inc.
Pastry Products Producers, LLC
Red Hawk, Inc.
Sackets Cantina, Inc.
Sackets Harbor Brewing Co., Inc.
Sackets Harbor Brewing Distribution, LLC
Wheez & Haney, Inc.**


WRITTEN CONSENT OF THE STOCKHOLDER AND DIRECTOR

WITHOUT A MEETING

THE UNDERSIGNED, for whichever of the above-named entities he may be authorized to vote securities owned by it and for whichever of the above-named entities he may be the sole member of the Board of Directors, hereby consents in writing to the adoption of the following Resolutions authorizing the actions indicated therein, without a meeting:

RESOLVED, that, effective immediately, Thomas W. Scozzafava ("Scozzafava") is hereby authorized on behalf of the above-named entities to take reasonable and customary actions for the daily operations of such entities; and all agency and authority hitherto is hereby given to him; and it is further

IN WITNESS WHEREOF, the undersigned has executed this Written Consent as of the 22nd day of June, 2008, as an authorized officer of, or as the sole director of, any of the above-named entities for which he has such capacity.


Thomas W. Scozzafava (sole director)