

Division of Corporations

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Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

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To:

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

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COR AMND/RESTATE/CORRECT OR O/D RESIGN
GOLDEN OCALA MANAGEMENT, INC.

20:11:52
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Certificate of Status	0
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TALLAHASSEE, FL

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7/8/2020 10:23:37 AM PAGE 1/001 Fax Server



July 8, 2020

FLORIDA DEPARTMENT OF STATE
Division of Corporations

GOLDEN OCALA MANAGEMENT, INC.
600 GILLAM ROAD
WILMINGTON, OH 45177

SUBJECT: GOLDEN OCALA MANAGEMENT, INC.
REF: P02000057338

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The Amendment form is blank. Please fill out the portions of the Amendment form that are being amended.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Terri J Schroeder
Regulatory Specialist III

FAX Aud. #: H20000207884
Letter Number: 020A00013258

Articles of Amendment
to
Articles of Incorporation
of

GOLDEN OCALA MANAGEMENT, INC.

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

P02000057338

(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:

(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

Check if applicable

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

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STATE OF FLORIDA

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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
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1) ☐ Change _____

☐ Add

☐ Remove

2) ☐ Change _____

☐ Add

☐ Remove

3) ☐ Change _____

☐ Add

☐ Remove

4) ☐ Change _____

☐ Add

☐ Remove

5) ☐ Change _____

☐ Add

☐ Remove

6) ☐ Change _____

☐ Add

☐ Remove

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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)

See attached

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The date of each amendment(s) adoption: 12/18/2019, 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 Dec. 18, 2019

Signature

Ralph L. Roberts, Sr.
(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)

Ralph L. Roberts, Sr.

(Typed or printed name of person signing)

Chairman

(Title of person signing)

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Amendment to Articles of Incorporation
Golden Ocala Management, Inc.

Article 4, Section 4.2 of the Articles of Incorporation be, and hereby is, amended to read as follows:

Section 4.2 Number of Authorized Shares. The number of shares which the corporation is authorized to have outstanding is ten thousand (10,000), which shares shall be designated as follows:

- (i) One hundred (100) of said shares shall be Class A voting common shares without par value ("Class A Shares"); and
- (ii) Nine Thousand Nine Hundred (9,900) of said shares shall be Class B non-voting common shares without par value ("Class B Shares").

Holders of Class A Shares shall exclusively possess all voting power for the election of directors and for all other purposes. The holders of the Class A Shares shall be entitled to one vote per share in each matter submitted to the vote of shareholders. The holders of Class B Shares shall have no voting power. Holders of Class A Shares and Class B Shares shall have the right to receive the same amount per share in all dividends and in any distributions of assets made upon the dissolution of the corporation or otherwise. Other than with respect to voting, Class A Shares and Class B Shares shall have the same rights and privileges.

Upon the effective date of the amendment to Article 4, Section 4.2 of the Articles of Incorporation, as set forth above, all of the issued and outstanding common shares shall be re-designated as Class A Shares, and the certificates for such shares shall be canceled and reissued for the same number of Class A Shares. Until surrendered, each outstanding certificate which, prior to the effective date of the amendment of the Articles of Incorporation, represented common shares without par value of the corporation shall be deemed to evidence ownership of the same number of Class A Shares into which it was converted, but no dividend or other distribution payable to holders of common shares, without par value, as of any date subsequent to the effective date shall be paid to the holders of outstanding certificates therefore; provided, however, that upon surrender and exchange of such outstanding certificates there shall be paid to the record holders of the certificates issued in exchange therefore the amount, without interest thereon, of dividends and other distributions which would have been payable with respect to the Class A Shares.

Upon the effective date of the amendment of Article 4, Section 4.2 of the Articles of Incorporation, as set forth above, out of the surplus of this corporation, there shall be, and is hereby, declared, on the then-outstanding Class A Shares of this corporation, a dividend payable in the authorized but unissued Class B Shares of this corporation, at a rate of ninety-nine (99) Class B Shares on each such then-outstanding Class A Share, to Class A Shareholders of record on that date; and that the officers of the corporation be, and are hereby, authorized and directed to issue, or cause to be issued, certificates for the shares constituting the dividends; and that there be, and is hereby, transferred from surplus to the

stated capital of the corporation, on account of such share dividend, the sum of Nine Thousand Nine Hundred Dollars (\$9,900), and that the Treasurer be, and is hereby, authorized and directed to make, in the books on account of this corporation, such entries as shall be appropriate to record such transfer.

Article 4, Section 4.3, and Article 5 are hereby deleted in their entirety.

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