

P03000055513

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(Address)

(Address)

(City/State/Zip/Phone #)

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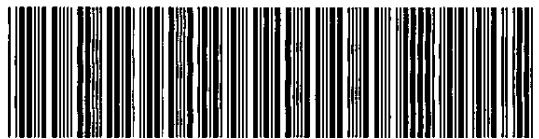
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend
C.COULLIETTE

SEP 09 2009

EXAMINER

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: TCIG, CORP

DOCUMENT NUMBER: P03000055513

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

Please return all correspondence concerning this matter to the following:

MIREILLE A. LOPEZ
Name of Contact Person

THE CARIBBEAN INVESTMENT GROUP
Firm/ Company

PMB 722, 89 DE DIEGO AVE. SUITE 105
Address

SAN JUAN, PR 00927-6346
City/ State and Zip Code

mireille.lopez@cigifood.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

CARLOS OLIVERA at (787) 756-9290 EXT. 1002
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:

- | | | | |
|--|---|--|---|
| <input type="checkbox"/> \$35 Filing Fee | <input checked="" type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is enclosed) | <input type="checkbox"/> \$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**

TCIG, CORP.

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

P03000055513

(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:

New Registered Office Address:

(Florida street 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

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>D</u>	<u>LUIS E. CARVAJAL</u>	<u>10825 NW 73 TERRACE</u> <u>MIAMI, FL 33178</u>	<input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove
<u>D</u>	<u>OLIVERA, FRANCISCO J</u>	<u>PALMAR DE TORRIMAR</u> <u>CALLE 2A #103</u> <u>GUAYNABO, PR 00969</u>	<input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove
	<u>MEMORIAL CAPITAL CORP</u>	<u>REFER TO ATTACHED SHEETS.</u>	<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)

The date of each amendment(s) adoption: AUGUST 13, 2008.

(date of adoption is required)

Effective date if applicable: AUGUST 13, 2008.

(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):*

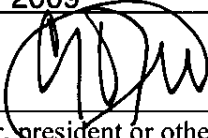
"The number of votes cast for the amendment(s) was/were sufficient for approval

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 AUGUST 13, 2009

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)

CARLOS J. OLIVERA

(Typed or printed name of person signing)

PRESIDENT

(Title of person signing)

CORPORATE RESOLUTION

I, Gabriel A. Olivera-Magraner, Secretary of the Board of Directors of The Caribbean Investment Group, Corp., a corporation organized and existing under the Laws of the Commonwealth of Puerto Rico, do hereby certify:

That, at a meeting of the Board of Directors of said Corporation, duly convened and held on May 27, 2008, at which a quorum was present, the following resolution was duly adopted by the unanimous vote of all directors present, and that said resolution as of the date of this certificate continues in full force and effect and has not been altered, amended, or revoked:

"Resolved by this Corporation that Mr. Francisco J. Olivera Magraner and Mr. Luis E. Carvajal are no longer Officers nor Directors of The Caribbean Investment Group, Corp. (TCIG) d/b/a FuDDRUCKERS Puerto Rico and Central Florida".

"Furthermore, the new composition of the stockholders is as follows:

Carlos J. Olivera	24.26
Memorial Capital Corp.	75.74

Memorial Capital Corp. stockholders composition is as follows:

María del C. Magraner	69.1799
Margarita del C. Olivera	4.6632
Max M. Olivera	5.0114
Gabriel A. Olivera	4.1232
Jaime L. Olivera	2.4195
Francisco J. Olivera	5.0181
María del C. Olivera	5.1847
Carlos J. Olivera	4.4000

In witness hereof I have executed this certificate in San Juan, Puerto Rico, this August 13, 2008.


Gabriel A. Olivera-Magraner
Secretary Board of Directors

DIRECCIONES FA. OLIVERA

1. LCDO. MAX OLIVERA MARIANI
3 D-20 PARQUES DE SAN IGNACIO
SAN JUAN PR 00926
2. MARGARITA DEL C. OLIVERA
P-2 MARGARITA
PARQUES DE SANTA MARIA
SAN JUAN PR 00927
3. MAX M. OLIVERA
1 #9 EXT. ALTURAS SAN PATRICIO
GUAYNABO PR 00969
4. GABRIEL A. OLIVERA
221 TULIPAN
SAN JUAN PR 00927
5. JAIME L. OLIVERA
8-27 CALLE ALHAMBRA
URB TORRIMAR
GUAYNABO PR 00966
6. FRANCISCO J. OLIVERA
2-A #3 PALMAR DE TORRIMAR
GUAYNABO PR 00969
7. MARIA DEL C. OLIVERA
1913 CALLE PETUNIA
URB SANTA MARIA
SAN JUAN PR 00926
8. CARLOS J. OLIVERA
PO BOX 193846
SAN JUAN PR 00919-3946