

PO4000154855

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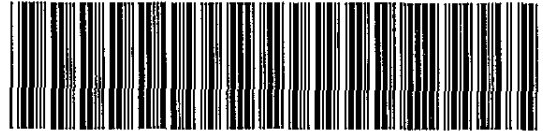
(Business Entity Name)

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FILED
05 DEC -6 PM 3:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OK NC

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: STOP-LOSS SERVICES, INC

DOCUMENT NUMBER: PO4000154855

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

Please return all correspondence concerning this matter to the following:

ERICK J. MIRANDA
(Name of Contact Person)

OLD NAME

STOP-LOSS SERVICES, INC.
(Firm/ Company)

PO BOX 954085
(Address)

LAKE MARY, FL 32795-4085
(City/ State and Zip Code)

For further information concerning this matter, please call:

ERICK J. MIRANDA at (407) 688-0026
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☐ \$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

STOP-LOSS SERVICES, INC.

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

P04000154855

(Document number of corporation (if known))

FILED
05 DEC -6 PM 3:02
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:

NEW CORPORATE NAME (if changing):

Miranda Group Holdings, Inc.

(Must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.")
(A professional corporation must contain the word "chartered", "professional association," or the abbreviation "P.A.")

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

SEE ATTACHED

THOMAS J. GOLBURFF - REMOVED AS DIRECTOR,
AUTHORIZED SIGNATORY, OFFICER

ERICK J. MIRANDA - APPOINTED PRESIDENT,
SECRETARY, TREASURER, SOLE MEMBER OF
BOARD

(Attach additional pages if necessary)

If an amendment provides for 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)

(continued)

**JOINT UNANIMOUS WRITTEN CONSENT TO ACTION
IN LIEU OF A SPECIAL MEETING OF
THE SOLE SHAREHOLDER AND BOARD OF DIRECTORS OF
STOP - LOSS SERVICES, INC.**

The undersigned, being the holder of all of the issued and outstanding stock and constituting all of the members of the Board of Directors of Stop - Loss Services, Inc., a Florida corporation (the "Corporation"), do hereby, in lieu of conducting a special meeting, adopt the following resolutions with the same force and effect as if such resolutions had been duly presented and adopted at a special meeting of the shareholders and the Board of Directors of the Corporation duly called and held.

WHEREAS, the Board of Directors of the Corporation deems it to be in the best interest of the Corporation to change its name to EJM HOLDINGS, INC., and to recommend the name change to the sole shareholder of the Corporation.

NOW THEREFORE BE IT:


RESOLVED, that Article 1 of the existing Articles of Incorporation is hereby amended by deleting the existing Article 1 in its entirety and restating it as follows:

"ARTICLE 1 - NAME
The name of the corporation is:
EJM HOLDINGS, INC."

FURTHER RESOLVED, that the Board of Directors hereby recommends the foregoing name change to the sole shareholder of the Corporation and that the sole shareholder does hereby approve the foregoing name change.

FURTHER RESOLVED, that the President of the Corporation be and he singly hereby is authorized and directed to execute and deliver Articles of Amendment to the Articles of Incorporation of the Corporation and file same with the Florida Department of State, and to take such other actions as may be deemed necessary or advisable in order to effectuate the foregoing resolutions.

DATED as of December 2, 2005.



Erick J. Miranda, Sole Shareholder and Sole
Member of the Board of Directors

**WRITTEN CONSENT TO ACTION
IN LIEU OF A SPECIAL MEETING OF
THE SOLE SHAREHOLDER OF
STOP - LOSS SERVICES, INC.**

The undersigned, being the holder of all of the issued and outstanding stock of Stop - Loss Services, Inc., a Florida corporation (the "Corporation"), does hereby, in lieu of conducting a special meeting, adopt the following resolutions with the same force and effect as if such resolutions had been duly presented and adopted at a special meeting of the sole shareholder of the Corporation duly called and held.

WHEREAS, it is deemed to be in the best interest of the Corporation for it to remove the sole member of the Board of Directors and to elect a new member to the Board of Directors to fill the vacancy so created.

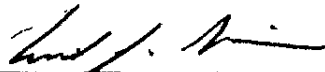
NOW THEREFORE BE IT:

RESOLVED, that, for the betterment of the Corporation, **Thomas J. Golbuff** be and he hereby is removed from his position as the sole member of the Board of Directors, and in connection therewith, **Thomas J. Golbuff** be and he hereby is removed as an authorized signatory on any and all corporate bank accounts.

FURTHER RESOLVED, that **Erick J. Miranda** be and he hereby is elected as the sole member of the Board of Directors of the Corporation, to serve in such capacity until the next annual meeting of the sole shareholder of the Corporation or until his successor is duly elected and qualified.

FURTHER RESOLVED, that the sole shareholder hereby authorizes, approves, ratifies, confirms and adopts all lawful acts, deeds, actions, transactions and other matters performed by the Board of Directors of the Corporation in its name and on its behalf during the period since the last meeting or written consent of the sole shareholder of the Corporation.

DATED as of December 2, 2005.



Erick J. Miranda, Sole Shareholder

**UNANIMOUS WRITTEN CONSENT TO ACTION
IN LIEU OF A SPECIAL MEETING OF
THE BOARD OF DIRECTORS OF
STOP - LOSS SERVICES, INC.**

The undersigned, constituting all of the members of the Board of Directors of Stop - Loss Services, Inc., a Florida corporation (the "Corporation"), do hereby, in lieu of conducting a special meeting, adopt the following resolutions with the same force and effect as if such resolutions had been duly presented and adopted at a special meeting of the Board of Directors of the Corporation duly called and held.

WHEREAS, the Board of Directors of the Corporation has deemed it to be in the best interest of the Corporation for it elect new officers serving the Corporation.

NOW THEREFORE BE IT:

RESOLVED, that the following individual is hereby elected to the offices set forth beside his name, to serve in such capacities until the next annual meeting of the Board of Directors of the Corporation or until his successors are duly elected and qualified:

Erick J. Miranda - President, Secretary, Treasurer

FURTHER RESOLVED, that any officer of the Corporation be and each of them singly hereby is authorized and empowered to do and perform all such acts and things and to execute and deliver any and all documents, agreements and instruments and to take any and all such actions as they may deem necessary, desirable and proper in order to carry out the intent and purpose of the foregoing resolution, including the execution and filing of an Amended Annual Report with the Florida Secretary of State.

DATED as of December 2, 2005.



Erick J. Miranda, Sole Member of the Board of
Directors

The date of each amendment(s) adoption: 12-2-05

Effective date if applicable: 12-2-05
(no more than 90 days after amendment file date)

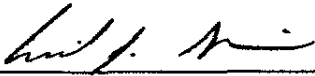
Adoption of Amendment(s) (CHECK ONE)

- ☒ The amendment(s) was/were approved 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.

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)

ERICK J. MIRANDA

(Typed or printed name of person signing)

PRESIDENT

(Title of person signing)

FILING FEE: \$35