P04000156909

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AMEND
8/26/11

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: SOLSTICE BENEFITS, INC.

DOCUMENT NUMBER: P04000156909

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

Please return all correspondence concerning this matter to the following:

DAVID MEYERSON
Name of Contact Person

SOLSTICE BENEFITS, INC.
Firm/ Company

7901 SW 6TH COURT, SUITE 400
Address

PLANTATION, FLORIDA 33324
City/ State and Zip Code

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

For further information concerning this matter, please call:

DAVID MEYERSON at (954) 370-1706
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:

- ☐ $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

SOLSTICE BENEFITS, INC.

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

P04000156909

(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)

7901 SW 6TH COURT
SUITE 400
PLANTATION, FL 33324

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

PO BOX 19199
PLANTATION, FL 33318

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TALLAHASSEE, FLORIDA

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)*

Title	**Name**	**Address**	**Type of Action**
			☐ Add ☐ Remove
			☐ Add ☐ Remove
			☐ Add ☐ Remove

E. **If amending or adding additional Articles, enter change(s) here**:
(*attach additional sheets, if necessary). (Be specific)*
Amending Article IV - Shares

See attached sheets

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: 07/29/2011
(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 08/09/2011

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)

Michael Flax
(Typed or printed name of person signing)

President and sole Shareholder/Director
(Title of person signing)

ARTICLE IV – SHARES

The total number of shares of all classes of stock that the Corporation is authorized to issue is 35,000 shares, of which 30,000 shall be no par value common stock (the "Common Stock") and 5,000 shall be no par value preferred stock (the "Preferred Stock").

1. Common Stock. The maximum number of shares of Common Stock that the Corporation is authorized to have outstanding is 30,000 shares at no par value, of which 5,000 shares have been issued. The Common Stock shall be issuable from time to time in one or more series as specified in Chapter 607 of the Corporations Statutes of the State of Florida (or in such other manner as permitted by law), as determined from time to time by the Board of Director and stated in resolution(s) providing for the issuance of such series of Common Stock adopted by the Board of Directors pursuant to authority hereby vested in it, each series to be appropriately designated by some distinguishing letter, number or title. The Board of Director is hereby expressly granted the authority to fix the authorized number of shares of each series of Common Stock, and to fix the terms of such series, including but not limited to, the following:
    a. the rate or manner of payment of dividends;
    b. whether shares may be redeemed and, if so, the redemption price and the terms and conditions of redemption;
    c. the amount payable upon shares in the event of voluntary or involuntary liquidation;
    d. sinking fund provisions, if any, for the redemption or purchase of shares;
    e. the terms and conditions, if any, on whether shares can be converted;
    f. voting rights, if any; and,
    g. the other special rights, if any, and the qualifications, limitations or restrictions thereof, of the shares of such series.

    The designation of each particular series of Common Stock and it terms in respect of the forgoing particulars shall be fixed and determined by the Board of Directors in any manner permitted by law and stated in the resolution(s) providing for the issuance of such shares adopted by the Board of Directors pursuant to authority hereby vested in it, before any shares of such series are issued. The Board of Director may from time to time increase (but not above the total number of authorized shares of the class) the number of shares of any series of Common Stock already created by providing that any unissued Common Stock shall constitute part of such series, or may decrease (but not below the number of shares thereof then outstanding) the number of shares of any series of Common Stock already created by providing that any unissued shares previously designated assigned to such series shall no longer constitute part thereof. The Board of Directors is hereby empowered to classify or reclassify any unissued Common Stock by fixing or altering the terms thereof in respect of the above-mentioned particulars and by assigning the same to an existing or newly created series from time to time before issuance of such shares.

2. Preferred Stock. The maximum number of shares of Preferred Stock that the Corporation is authorized to have outstanding is 5,000 shares at no par value, of which 620.684 shares have been issued. The Preferred Stock shall be issuable from time to time in one or more series as specified in Chapter 607 of the Corporations Statutes of the State of Florida (or in such other manner as permitted by law), as determined from time to time by the Board of Director and stated in resolution(s) providing for the issuance of such series of Preferred Stock adopted by the Board of Directors pursuant to authority hereby vested in it, each series to be appropriately designated by some distinguishing letter, number or title. The Board of Director is hereby expressly granted the authority to fix the authorized number of shares of each series of Preferred Stock, and to fix the terms of such series, including but not limited to, the following:
    a. the rate or manner of payment of dividends;
    b. whether shares may be redeemed and, if so, the redemption price and the terms and conditions of redemption;
    c. the amount payable upon shares in the event of voluntary or involuntary liquidation;
    d. sinking fund provisions, if any, for the redemption or purchase of shares;
    e. the terms and conditions, if any, on whether shares can be converted;
    f. voting rights, if any; and,
    g. the relative or special rights, if any, and the preferences, limitations, qualifications or restrictions thereof, of the shares of such series.

The designation of each particular series of Preferred Stock and it terms in respect of the forgoing particulars shall be fixed and determined by the Board of Directors in any manner permitted by law and stated in the resolution(s) providing for the issuance of such shares adopted by the Board of Directors pursuant to authority hereby vested in it, before any shares of such series are issued. The Board of Director may from time to time increase (but not above the total number of authorized shares of the class) the number of shares of any series of Preferred Stock already created by providing that any unissued Preferred Stock shall constitute part of such series, or may decrease (but not below the number of shares thereof then outstanding) the number of shares of any series of Preferred Stock already created by providing that any unissued *shares previously designated assigned to such series shall no longer constitute* part thereof. The Board of Directors is hereby empowered to classify or reclassify any unissued Preferred Stock by fixing or altering the terms thereof in respect of the above-mentioned particulars and by assigning the same to an existing or newly created series from time to time before issuance of such shares.