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COR AMND/RESTATE/CORRECT OR O/D RESIGN TORPID ENTERPRISES, INC.

Certificate of Status	0
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ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

Pursuant to the provisions of section 607.1006, Florida Statutes, TORPID ENTERPRISES, INC., a Florida corporation Doc No. P04000162760 (the "Corporation") adopts the following Articles of Amendments to its Articles of Incorporation:

FIRST: Article 7 of the Articles of Incorporation provides:

- 7.1 The maximum number of shares that this Corporation is authorized to have outstanding at any time is TEN THOUSAND (10,000) shares of common stock, each share having the par value of ONE CENT (\$.01).
- 7.2 All holders of shares of common stock shall be identical with each other in every respect and the holders of common shares shall be entitled to have unlimited voting rights on all shares and be entitled to one vote for each share on all matters on which Shareholders have the right to vote.
- 7.3 All holders of shares of common stock, upon the dissolution of the Corporation, shall be entitled to receive the net assets of the Corporation.
- 7.4 No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the Board of Director(s) may, authorizing the issuance of shares of stock of any class, confer any preemptive right theo the Board of Director(s) may deem advisable in connection with such issuance.
- 7.5 The Board of Director(s) of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the Board of Director(s) may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.
- 7.6 The Board of Director(s) of the Corporation may, by Restated Articles of Incorporation, classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions,

limitations as to dividends, qualifications, or term or conditions of redemption of the stock.

SECOND: Article 7 shall be amended to state:

- 7.1 The maximum number of shares that this Corporation is authorized to have outstanding at any time is TEN THOUSAND (10,000) shares of common stock, consisting of ONE HUNDRED (100) shares of Class A common stock, each share having the par value of ONE CENT (\$.01), and NINE THOUSAND NINE HUNDRED (9,900) shares of Class B Non-Voting common stock, each share having the par value of ONE CENT (\$.01).
- 7.2 Each share of the Corporation's common stock issued and outstanding immediately prior to the taking effect of this Article 7 is hereby changed into One Percent (1%) of Class A common stock and Ninety-Nine Percent (99%) of Class B Non-Voting common stock, so that the aggregate stated capital of the common stock issued and outstanding upon the taking effect of this Article 7 shall be the same as the aggregate stated capital of the common stock issued and outstanding immediately prior to the taking effect of this Article 7.
- 7.3 Each certificate representing one or more shares of common stock issued and outstanding immediately prior to the taking effect of this Article 7 shall thereafter represent the same number of shares of common stock; and the Corporation shall cancel and reissue to the holder of record, as of the close of business on the day this Article 7 takes effect, a certificate or certificates representing each shareholder's common stock by Class as set forth in this Article 7 designating the number of shares of each class of common stock then issued to each holder of record theretofore represented by such share certificate.
- 7.4 The following is a statement of the designations, preferences, limitations, and relative rights, including voting rights, in respect of the classes of stock of the Corporation:

Class A common stock and Class B Non-Voting common stock shall have the same powers, preferences, and rights except as limited in this provision. The holders of Class A common stock shall have full voting rights, one vote for each share, at any annual or special meeting of the shareholders and as provided in the Florida Business Corporation Act to act by written consent without a meeting. The holders of shares of Class B Non-Voting common stock shall have no power to vote at any annual or special meeting of the shareholders or to act by written consent without a meeting. Shares of Class A common stock may not be converted into shares of Class B Non-Voting common stock, and shares of Class B Non-Voting common stock may not be converted into shares of Class A

common stock. No shareholder of either class of common stock shall have the right to cumulate voting rights at any election for directors of the Corporation. All holders of shares of common stock, upon the dissolution of the Corporation, shall be entitled to receive the net assets of the Corporation. No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the Board of Director(s) may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the Board of Director(s) may deem advisable in connection with such issuance.

- 7.5 The Board of Director(s) of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the Board of Director(s) may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.
- 7.6 The Board of Director(s) of the Corporation may, by Restated Articles of Incorporation, classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of redemption of the stock.

THIRD: The date of the adoption of this amendment is __ June 9th __, 2025.

FOURTH: The amendment was adopted by the Board of Directors and by the Shareholders.

FIFTH: This amendment shall be effective upon the filing with the Secretary of State of Florida.

Signed this 9th day of <u>June</u>, 2025.

Nicholas L. Moskowitz, Chairman of the

Board of Directors