

P05000064935

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2008 AUG 18 PM 12:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Amend NC  
Lewis*

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** PRIME LOAN AND INVESTMENT, INC.

**DOCUMENT NUMBER:** P05000064935

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

Please return all correspondence concerning this matter to the following:

PHILIPPE FLORESTAL

(Name of Contact Person)

(Firm/ Company)

107 ROSEWOOD LANE

(Address)

GREENACRES, FL 33463

(City/ State and Zip Code)

For further information concerning this matter, please call:

PHILIPPE FLORESTAL

(Name of Contact Person)

at ( 561 ) 358-9642

(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

PRIME LOAN & INVESTMENT, INC.

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

P05000064935

(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:

**NEW CORPORATE NAME (if changing):**

(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)

**DELETE FILED ARTICLES AND ADD THE ATTACHED**

(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)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

# ARTICLES OF INCORPORATION OF

## PRIME LOAN AND INVESTMENT INC.

### ARTICLE I

#### Name of Corporation

The name of this corporation is PRIME LOAN AND INVESTMENT INC.

### ARTICLE II

#### Purpose

Organized primarily as a provider of investment services, PRIME LOAN AND INVESTMENT INC. will, with the approval of its Board, transact any and all lawful business permitted under the laws of the United States and the State of Florida.

### ARTICLE III

#### Capital Stock

Initially, this Corporation is authorized to issue 10,000 shares of common stock at \$0.01 dollar par value.

### ARTICLE IV

#### Corporate existence and Date of Operation

This corporation shall exist for a perpetual period of time. It shall have offices throughout and outside the State of Florida.

### ARTICLE V

#### Capital Stock Voting Rights

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of outstanding common shares.

### ARTICLE VI

#### Principal Place of Business

The initial place of business is 650 West Ave # 302, Miami Beach, Florida 33159. The mailing address is the same of the place of business. The Board of Directors may from time to time move the principal office to any other address in Florida and establish branch offices at any other places within or outside the State of Florida.

ARTICLE VII  
Initial Board of Directors

This corporation shall have one director. The number of directors may increase depending on business needs, but may never be less than one. The directors shall hold office for the first year of existence of the corporation and until their successors are elected or appointed according to the by-laws. The name and address of the initial directors are as follows:

Philippe Florestal, President  
107 Rosewood Lane  
Greenacres, FL 33463  
(561) 358-9642

ARTICLE VIII  
Incorporator

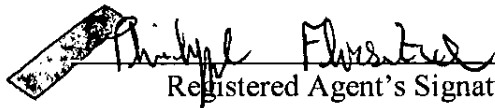
The name and address of the incorporator is:

Philippe Florestal, President  
107 Rosewood Lane  
Greenacres, FL 33463  
(561) 358-9642

ARTICLE IX  
Registered Agent

Philippe Florestal is the initial registered agent of PRIME LOAN AND INVESTMENT INC. and his office is located at 107 Rosewood Lane, Greenacres, Florida 33463.

Having been named as registered agent and to accept service of process for the above stated corporation PRIME LOAN AND INVESTMENT INC. at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in chapter 607, F.S..

  
\_\_\_\_\_  
Registered Agent's Signature

ARTICLE X  
Amendment

These articles may be altered, amended or repealed and new articles may be adopted at any regular or special meetings of the Board of Directors and ratified by the majority of the shareholders.

The undersigned incorporator has executed these articles of incorporation this July 15, 2008 to be conformed with the laws of the State of Florida and bound by State Statutes regulating information, liability, rights, privileges and immunities of a Corporation.

  
Philippe Florestal

The date of each amendment(s) adoption: JULY 15, 2008

Effective date if applicable: \_\_\_\_\_  
(no more than 90 days after amendment file date)

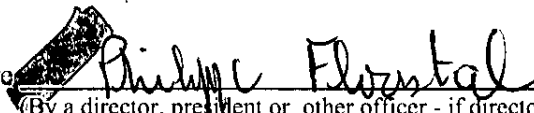
**Adoption of Amendment(s) (CHECK ONE)**

- ☐ 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)

PHILIPPE FLORESTAL

(Typed or printed name of person signing)

PRESIDENT

(Title of person signing)

**FILING FEE: \$35**