

P06000019802

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Bert Buri GAVE

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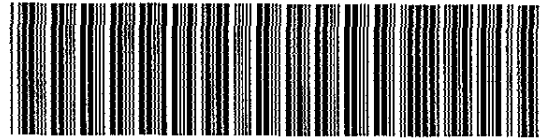
DATE

4/5/06

FOR

Donnell

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03/27/06--01027--002 **35.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
06 MAR 27 PM 4:28

Amendment
07/05/06
Dc



3D RETAIL INC.
A 3D REMARKETING COMPANY

March 21, 2006

State of Florida
Division of Corporations
Amendment Section
Post Office Box 6327
Tallahassee, FL 32314

RE: Amendment to existing Articles of Incorporation

Dear Sirs:

We have made changes to the Articles of Incorporation for 3D Retail, Inc., currently filed with the State of Florida under document number P06000019802. Pursuant to the instructions enumerated within your website, I have completed what I believe to be the necessary forms to file the respective change(s) to the Articles of Incorporation.

As such, enclosed please find the appropriate forms, a copy of the amended Articles of Incorporation, and a corporation check to cover the costs of the filing fee. Upon receipt and subsequent filing, please send the letter of acknowledgement to our corporate office to the attention of the undersigned.

If additional information is necessary, please contact the undersigned. Thank you in advance for your consideration in this matter.

Sincerely:

T. Michael Eller
Chairman & CEO
3D Retail, Inc.

By: 

Bert W. Buri
Executive Vice President
3D Retail, Inc.

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: 3D RETAIL, INC.

DOCUMENT NUMBER: P86006019802

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

Please return all correspondence concerning this matter to the following:

BERT W. BOKI
(Name of Contact Person)

3D RETAIL, INC.
(Firm/ Company)

4960 LAKELAND COMMERCE PARKWAY UNIT 4-5
(Address)

LAKELAND, FLORIDA 33805
(City/ State and Zip Code)

For further information concerning this matter, please call:

BERT W. BOKI at (408) 825-1956
(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

30 RETAIL, INC.

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

106000019802

(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):

NON-APPLICABLE, NO CHANGE

(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)**

PLEASE SEE 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
DIVISION OF CORPORATIONS
06 MAR 27 PM 4:28

The date of each amendment(s) adoption: FEB. 12, 2006

Effective date if applicable: FEB. 27, 2006
(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)

BRENT W. BUR1

(Typed or printed name of person signing)

EXECUTIVE VICE PRESIDENT

(Title of person signing)

FILING FEE: \$35

AMENDED
Articles of Incorporation
For
3D Retail, Inc.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following amendments to the existing Articles Incorporation:

Article VII

The officers and / or directors of the corporation is / are:

OFFICERS:

TITLE: CHIEF EXECUTIVE OFFICER

Michael Terrance Eller
9639 41st Street North
Pinellas Park, FL 33782

TITLE: PRESIDENT

Michael Terrance Eller
9639 41st Street North
Pinellas Park, FL 33782

TITLE: VICE PRESIDENT

Bert W. Buri
1319 Troon Drive
Sun Prairie, WI 53590

TITLE: TREASURER

Michael Terrance Eller
9639 41st Street North
Pinellas Park, FL 33782

TITLE: SECRETARY

Connie Eller
9639 41st Street North
Pinellas Park, FL 33782

DIRECTORS:

CHAIRMAN: Terrance Michael Eller

VICE CHAIR: Bert W. Buri

DIRECTOR(S):

Connie Eller.

Cyndi Eller
Richard Bo Dow

Article VIII

A director, or directors of the Corporation shall, to the fullest extent permitted by the State of Florida as it now exists or as it may hereafter be amended, not be personally liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty as a director, except for liability (i) for any breach of the director's duty of loyalty to the Corporation or its stockholders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law.

Any amendment, repeal or modification of this Article or the adoption of any provision of this Certificate of Incorporation inconsistent with this Article by the stockholders of the Corporation shall not apply to or adversely affect any right or protection of a director of the Corporation existing at the time of such amendment, repeal, modification or adoption.

Article IX

To the fullest extent permitted by applicable law, the Corporation is authorized to provide indemnification of (and advancement of expenses to) agents of the Corporation (and any other persons to which State law permits the Corporation to provide indemnification) through Bylaw provisions, agreements with such agents or other persons, vote of stockholders or disinterested directors or otherwise, in excess of the indemnification and advancement otherwise permitted by the State of Florida, subject only to limits created by applicable State law (statutory or non-statutory), with respect to actions for breach of duty to the Corporation, its stockholders, and others.

Any amendment, repeal or modification of the foregoing provision of this Article VII shall not adversely affect any right or protection of a director, officer, agent, or other person existing at the time of, or increase the liability of any director of this Corporation with respect to any acts or omissions of such director, officer or agent occurring prior to, such amendment, repeal, modification or adoption.

Article X

The Corporation reserves the right to adopt, amend, alter, supplement, rescind or repeal in any respect any provision contained in this Certificate of Incorporation, in the manner now or hereafter prescribed by statute or applicable law, and all rights conferred upon stockholders herein are granted subject to this reservation.

Article XI

Subject to the provisions of Article VIII hereof, the Board of Directors may from time to time adopt, amend, alter, supplement, rescind or repeal any or all of the Bylaws of the

Corporation without any action on the part of the stockholders; provided, however, that the stockholders may adopt, amend or repeal any Bylaw adopted by the Board of Directors, and no amendment or supplement to the Bylaws adopted by the Board of Directors shall vary or conflict with any amendment or supplement adopted by the stockholders.

Article XII

Subject to the provisions of Article V, the number of directors of the Corporation shall be set from time to time by resolution of the Board of Directors.

Article XIII

Elections of directors need not be by written ballot unless the Bylaws of the Corporation shall so provide.