

P060000077029

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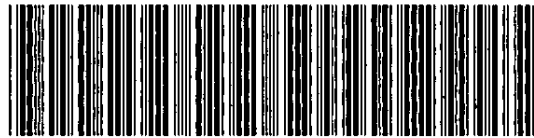
(Business Entity Name)

(Document Number)

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Amend

08/11/08--01009--016 **35.00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2008 AUG 11 AM 10:42

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ASR

8/20/08

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: VENDARE CAPITAL INTERNATIONAL, INC.

DOCUMENT NUMBER: P06000077029

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

Please return all correspondence concerning this matter to the following:

CATHERINE HITE, ESQ.

(Name of Contact Person)

CATHERINE HITE, P.A.

(Firm/ Company)

799 BRICKELL PLAZA, STE 700

(Address)

MIAMI, FL 33131

(City/ State and Zip Code)

For further information concerning this matter, please call:

CATHERINE HITE, ESQ.

(Name of Contact Person)

at (305) 373-8100

(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

FILED

2008 AUG 11 AM 10:42

VENDAIRE CAPITAL INTERNATIONAL, INC.

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P06000077029

(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)**

The first sentence of ARTICLE VI- CAPITAL STOCK is deleted, and the following sentence is added in place thereof:

"The aggregate number of shares of capital stock which the Corporation shall have the authority to issue is:

Twenty Million One Hundred Thousand (20,100,000) Shares, consisting of (a) Twenty Million (20,000,000)

shares of Common Stock, having no par value (the "Common Stock"); and (b) One Hundred Thousand (100,000)

shares of Series A Preferred Stock, par value \$100.00 per share (the "Series A Stock")."

The following subparagraph A.5 is added to Article VI-CAPITAL STOCK: "5. The holders of Common Stock shall be entitled to receive the net assets of the Corporation upon dissolution."

The following Director is added to Article IX.A: Mr. Renald Larrivee, 5065 Jolliet Street, Saint Hyacinthe, Quebec Canada, J2S 3X6

(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)

N/A

(continued)

The date of each amendment(s) adoption: 7-28-08

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

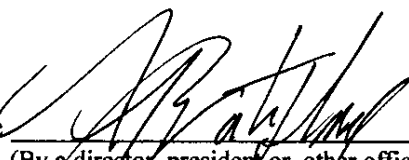
Adoption of Amendment(s) **(CHECK ONE)**

- ☒ 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)

THOMAS J. ZATYLYNY

(Typed or printed name of person signing)

PRESIDENT

(Title of person signing)

FILING FEE: \$35