

PO6000089655

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

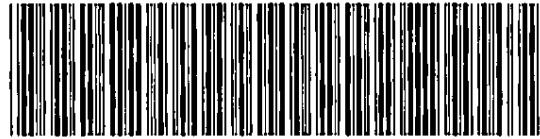
(Business Entity Name)

(Document Number)

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2018 OCT -1 AM 11:28

OCT 01 2018

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: _____

DOCUMENT NUMBER: P06000089655

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

Please return all correspondence concerning this matter to the following:

Elizabeth Karwowski

Name of Contact Person

MBO Holdings Corp.

Firm/ Company

8411 West Oakland Park Blvd. Suite 202

Address

Sunrise, FL 33351

City/ State and Zip Code

ek@gch360.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Elizabeth Karwowski _____ at (312) 420-2121
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:

- | | | | |
|---|--|---|--|
| <input checked="" type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | <input type="checkbox"/> \$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

2010 OCT - 1 AM 11:20

Articles of Amendment
to
Articles of Incorporation
of

2010 OCT -1 AM 11: 29

MBO Holdings Corp.

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

P06000089655

(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**)

C. Enter new mailing address, if applicable:

(Mailing address **MAY BE A POST OFFICE BOX**)

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 _____

(Florida street address)

New Registered Office 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)

Please note the officer/director title by the first letter of the office title:

P = President; V= Vice President; T= Treasurer; S= Secretary; D= Director; TR= Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change, Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example:

X Change PT John Doe

X Remove V Mike Jones

X Add SV Sally Smith

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
2) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
3) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
4) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
5) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
6) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____

(Attach additional sheets, if necessary). (Be specific)

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(if not applicable, indicate N/A)

Corporation does here by cancel, nunc pro tunc, both the share combination

effected by the Articles of Amendment filed May 1, 2018 and share division effected

by Articles of Amendment filed August 13, 2018, as if, with the result and to the

effect that neither the share combination or the share division ever took place.

September 27th 2018

The date of each amendment(s) adoption: _____, if other than the date this document was signed

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

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

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 in 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: September 27th 2018
Signature: _____
(If 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)

(Typed or printed name of person signing)

(Title of person signing)

Articles of Amendment
To
Articles of Incorporation
Of
MBO HOLDINGS CORP.
Document Number: P06000089655

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida Profit Corporation adopts the following amendment(s) to its Articles of Incorporation:

Amending Item F – Exchange, reclassification, or cancellation of shares, provisions for implementing the amendment if not contained in the amendment itself – of Articles of Amendment filed May 1, 2018 and August 13, 2018;

Whereas, the Corporation filed Articles of Amendment on May 1, 2018 which changed the Corporation's to MBO Holdings Corp. from Beta Music Group, Inc. and effected a share combination of issued and outstanding common stock in a ratio of 1:100; and

Whereas, the Financial Industry Regulatory Authority declined to issue a market announcement of the Corporation's name change and share combination (reverse stock split); and

Whereas, the Corporation determined to cancel the share combination while leaving the name change in effect; and

Whereas, in view of the fact that the Florida Business Corporations Law has no provision for cancellation of Articles of Amendment, the Corporation filed Articles of Amendment on August 13, 2018 which reversed the share combination effected May 1, 2018 by effecting a share division of issued and outstanding common stock in a ratio of 100:1; and

Whereas, the Financial Industry Regulatory Authority declined to issue a market announcement of the Corporation's name change unless the share combination effected May 1, 2018 was "cancelled" and not reversed;

Now Therefore, the Corporation does here by cancel, *nunc pro tunc*, both the share combination effected by the Articles of Amendment filed May 1, 2018 and share division effected by Articles of Amendment filed August 13, 2018, as if, with the result and to the effect that neither the share combination or the share division ever took place.

The date of adoption of the amendments is September 27, 2018.

Adoption of Amendment(s): The amendment(s) was/were adopted, upon the recommendation by the board of directors, by a majority of issued and outstanding shares of capital stock entitled to vote thereon, being sufficient in all respects for approval of the amendment.

Dated: September 27, 2018


Elizabeth Karwowski

Chief Executive Officer authorized hereunto