

PD6000097137

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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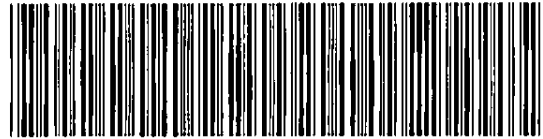
(Business Entity Name)

(Document Number)

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2026 FEB 12 PM 1:40
STATE
CLERK

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Barnie's II, Inc.

DOCUMENT NUMBER: P06000097137

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

Please return all correspondence concerning this matter to the following:

John Twichell
Name of Contact Person
Barnie's II, Inc.
Firm/ Company
1030 N Orange Ave. Suite 220
Address
Orlando, FL 32801
City/ State and Zip Code
jtwichell@barniescoffee.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

John Twichell at (650) 743-9853
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:

- | | | | |
|---|--|---|--|
| ☒ \$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
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

Articles of Amendment
to
Articles of Incorporation
of

Barnie's II, Inc.

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

PO6000097137

(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:

(City)

Florida

(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

Check if applicable

☐ The amendment(s) is/are being filed pursuant to s. 607.0120 (11) (e), F.S.

1)	☐ Change
	☐ Add
	☐ Remove
2)	☐ Change
	☐ Add
	☐ Remove
3)	☐ Change
	☐ Add
	☐ Remove
4)	☐ Change
	☐ Add
	☐ Remove
5)	☐ Change
	☐ Add
	☐ Remove
6)	☐ Change
	☐ Add
	☐ Remove

E. If amending or adding additional Articles, enter change(s) here:
(Attach additional sheets, if necessary). (Be specific)

Article IV Shares is amended and restated to read in its entirety as follows:

ARTICLE IV SHARES

The number of shares of stock is: 10,000

F. If an amendment provides for an 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

February 16, 2024

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 date)

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 incorporators, or board of directors without shareholder action and shareholder action was not required.
- ☒ 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 on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval

by _____
(voting group)

Dated 2/4/26 _____

Signature John Twichell
(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)

John Twichell

(Typed or printed name of person signing)

Chief Executive Officer

(Title of person signing)

FILED
2026 FEB 12 PM 1:40
CLERK OF THE COURT

NOTICE OF SHAREHOLDER'S MEETING

OF

BARNIE'S II, INC.
A Florida Corporation

Notice is hereby given that a Meeting of Shareholders of Bernie's II, Inc. will be held on Friday, February 16, 2024 at 10:00 am via video conference (Details below), for the following purpose:

1. Authorize the issuance of 9,000 additional shares of stock as an amendment to the Company's Articles of Incorporation dated July 21, 2006. Such action is necessary to retire existing debt by converting certain stockholder debt to equity and address additional capital contributions to the Company made by certain stockholder.

The Board of Directors has fixed the close of business on January 1, 2024, as the record date for the determination of stockholders entitled to notice of the Shareholder Meeting or any adjournment thereof.

We look forward to your participation at the meeting.

Sincerely,



Tricia Relvini
Director

Google Meets information

meet.google.com/gmv-idgg-iad

Shareholder meeting

Friday, February 16 · 10:00 – 10:30am

Video call link: <https://meet.google.com/gmv-idgg-iad>

Or dial: (US) +1 252-923-3025 PIN: 754 335 041#

ACTION BY WRITTEN CONSENT OF DIRECTORS

OF

BARNIE'S II, INC.
A Florida Corporation

THE UNDERSIGNED, being a majority of all members of the Board of Directors of Bernie's II, Inc., a Florida corporation (the "Company"), pursuant to the Laws of the State of Florida and the By-Laws of the Company, by their respective signatures set forth below, do hereby unanimously consent to and adopt actions of the Company as follows:

RESOLVED, that the Company is authorizing the issuance of 9,000 additional shares of stock as an amendment to the Company's Articles of Incorporation dated July 21, 2006. Such action is necessary to retire existing debt by converting certain stockholder debt to equity and address additional capital contributions to the Company made by certain stockholder.

These actions taken to be effective February 16th, 2024



James H. Pugh, Jr, Director



Tricia Relvini, Director