

P07000112481

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12 DEC 17 PM 4:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Latin Capital Market, Inc.

DOCUMENT NUMBER: P07000112481

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

Please return all correspondence concerning this matter to the following:

Rudolph A. Martin

Name of Contact Person

Acamar Global Holdings, Inc

Firm/ Company

1111 Brickell Ave, Suite 1100

Address

Miami, Florida 33131

City/ State and Zip Code

filings@acamarglobal.com

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

For further information concerning this matter, please call:

Rudolph A. Martin

Name of Contact Person

at (617) 869-4992

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

RECEIVED

12 DEC 14 AM 9:46

DEPARTMENT OF
DIVISION OF CORPORATIONS
TALLAHASSEE, FL 32301

Articles of Amendment
to
Articles of Incorporation
of

Latin Capital Market, Inc.

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

P07000112481

(Document Number of Corporation (if known))

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:

Acamar Global Holdings, Inc.

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)

1111 Brickell Ave, Suite 1100

Miami, Florida 33131

C. Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

1111 Brickell Ave, Suite 1100

Miami, Florida 33131

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

NRAI Services, Inc.

515 East Park Ave

(Florida street address)

New Registered Office Address:

Tallahassee

(City)

, Florida 32301

(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.

 **NRAI Services, Inc.**
Wendy D Rea, Assistant Secretary
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:

☒ Change PT John Doe

☐ Remove V Mike Jones

☒ Add SV Sally Smith

Type of Action (Check One)	Title	Name	Address
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	_____	_____	_____

E. If amending or adding additional articles, enter changes here:

“Article IV. Capital Stock” is deleted in its entirety and replaced with the following.

Article IV. Capital Stock

- 4.1 **Authorized Shares:** The total number of shares of capital stock that the Corporation has the authority to issue 26,000,000 (26 million) shares as follows:
- (a) **Non-voting Common Stock** The total number of “Non-voting Common Stock” authorized shall be 25,000,000 (25 million) shares with a \$.001 par value.
 - (b) **Common Stock** The total number of “Common Stock” authorized shall be 1,000,000 (one million) shares with a \$.001 par value.
 - (c) **Increase or Decrease in Authorized Shares** The total number of authorized shares of Non-Voting Common Stock and Voting Common Stock may be increased or decreased (but not below the number of shares thereof then outstanding) by the affirmative vote of the holders of a majority of the stock of the Corporation entitled to vote.
- 4.2 **Non-Voting Common Stock Voting Rights:** Non-Voting Common Stock shall have no voting rights; provided, however, that the holders of the Non-Voting Common Stock will be entitled to vote as a separate class on any amendments to the Articles of Incorporation or any merger which would adversely affect their rights, privileges or preferences, or any liquidation or dissolution in which such holders would receive securities with rights, privileges or preferences less beneficial than those held by them as holders of Non-Voting Common Stock.
- 4.3 **Common Stock Voting Rights:** The holders of the Voting Common Stock shall be entitled to one vote per one share of Voting Common Stock on all matters submitted to the stockholders of the Corporation for a vote.
- 4.4 **Other Rights, Preferences and Privileges of Non-Voting Common Stock and Voting Common Stock:** Except as otherwise specifically set forth herein with respect to voting, all shares of Non-Voting Common Stock and Voting Common Stock shall have the same rights, preferences and privileges with respect to dividends, distributions, or any liquidation or dissolution of the Corporation.
- 4.5 **Certain Issuances of Voting Common Stock:** The Corporation shall not, without the approval or ratification of the holders of a majority of the outstanding shares of Voting Common Stock, engage in any transaction, or series of related transactions, involving the sale, issuance or potential issuance by the Corporation of shares of Voting Common Stock (or securities convertible into or exchangeable for shares of Voting Common Stock) equal to 5% or more of the shares of Voting Common Stock as of the date of such sale or issuance.
- 4.6 **Issuances of Shares:** Except as otherwise specifically set forth herein, the board of directors is expressly authorized to adopt, from time to time, a resolution, or resolutions providing shares in each such series and to fix the designations and powers, and relative, optional and other qualifications, limitations and restrictions of such shares, of each series.
- 4.7 **Denial of Preemptive Rights:** No holder of any shares of the Corporation of any class now or in the future authorized shall have any preemptive right as such holder (other than such right, if any, as the board of directors in its discretion may determine) to purchase or subscribe for any additional shares of the Corporation of any class now or in the future authorized.

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:

N/A

The date of each amendment(s) adoption: December 10, 2012

Effective date if applicable: December 15, 2012

(no more than 90 days after amendment file date)

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 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.

Dated December 10, 2012

Signature

Rudolph A. Martin

(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)

Rudolph A. Martin

(Typed or printed name of person signing)

President

(Title of person signing)