

P08000009308

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

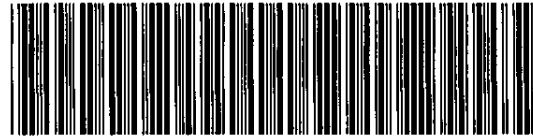
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FILED
12 AUG 21 PM 3:18
SEC. OF STATE
TALLAHASSEE, FLORIDA

AUG 22 2012

T. LEWIS

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Aqua Pool Dealer, Inc.

DOCUMENT NUMBER: P08000009308

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

Please return all correspondence concerning this matter to the following:

Jim DeBerry

Name of Contact Person

Aqua Pool Dealer, Inc.

Firm/ Company

10151 University Blvd., Suite 171

Address

Orlando, FL 32817

City/ State and Zip Code

jim@aquapooldealer.com

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

For further information concerning this matter, please call:

Jim DeBerry

Name of Contact Person

at 407 574-5519

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
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Articles of Amendment
to
Articles of Incorporation
of

Aqua Pool Dealer, Inc.

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

P08000009308

(Document Number of Corporation (if known))

FILED
12 AUG 21 PM 3:18
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:

N/A

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)

N/A

C. Enter new mailing address, if applicable:
(Mailing address MAY BE A POST OFFICE BOX)

N/A

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 N/A

(Florida street address)

New Registered Office Address: N/A, 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:

☒ Change PT John Doe

☒ Remove V Mike Jones

☒ Add SV Sally Smith

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <input checked="" type="checkbox"/> <u>Change</u> <input type="checkbox"/> <u>Add</u> <input type="checkbox"/> <u>Remove</u>	<u>DPC</u>	<u>Jim DeBerry</u>	<u>10151 University Blvd.</u> <u>Suite 171</u> <u>Orlando, FL 32817</u>
2) <input type="checkbox"/> <u>Change</u> <input checked="" type="checkbox"/> <u>Add</u> <input type="checkbox"/> <u>Remove</u>	<u>TR</u>	<u>Annabelle L. DeBerry</u>	<u>10151 University Blvd.</u> <u>Suite 171</u> <u>Orlando, FL 32817</u>
3) <input type="checkbox"/> <u>Change</u> <input checked="" type="checkbox"/> <u>Add</u> <input type="checkbox"/> <u>Remove</u>	<u>TR</u>	<u>Jamie D. DeBerry</u>	<u>10151 University Blvd.</u> <u>Suite 171</u> <u>Orlando, FL 32817</u>
4) <input type="checkbox"/> <u>Change</u> <input type="checkbox"/> <u>Add</u> <input type="checkbox"/> <u>Remove</u>	_____	_____	_____ _____ _____
5) <input type="checkbox"/> <u>Change</u> <input type="checkbox"/> <u>Add</u> <input type="checkbox"/> <u>Remove</u>	_____	_____	_____ _____ _____
6) <input type="checkbox"/> <u>Change</u> <input type="checkbox"/> <u>Add</u> <input type="checkbox"/> <u>Remove</u>	_____	_____	_____ _____ _____

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

N/A

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)

See Additional Sheet Attachment

Attachment

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:

- 1.) On July 25th 2008 President Amy Hamilton shares had been cancelled. The filing on July 28th 2008 with the division of corporations did not reflect the reclassification to where the shares had be re-classified. On this date, those shares were reclassified of 50% of total company shares to Jim DeBerry for temporary ownership until the birth of unborn child between Amy Hamilton and Jim DeBerry as part of the confidential Premarital Agreement, which included the requirement of setting up an irrevocable trust for minor children in common between Jim DeBerry and Amy Hamilton.
- 2.) On December 1, 2008, a confidential irrevocable trust was established by Grantor Jim DeBerry for minor child to be named Annabelle Lee DeBerry (born before the end of year 2008) and future unborn children between Jim DeBerry and Amy Hamilton. This confidential irrevocable trust in part included details of share distribution ownership related to the reclassification of shares of said company named ITX Productions (later renamed Aqua Pool Dealer) in which included equal split of 96% of the total company shares between minor children in common between Jim DeBerry and Amy Hamilton and later registered with an EIN for the trust, thus leaving Jim DeBerry with the remaining 4% of company shares.
- 3.) On December 30th 2008, Minor Child Annabelle Lee DeBerry was officially adopted in name as Trustee of ITX Productions (later re-named Aqua Pool Dealer)
- 4.) On December 30th 2010, Minor Child Jamie Dorothy DeBerry was officially adopted in name as Trustee of ITX Productions (later re-named Aqua Pool Dealer)

The date of each amendment(s) adoption: December 30, 2008 & December 30, 2010

Effective date if applicable: December 30, 2010
(no more than 90 days after amendment file date)

Adoption of Amendment(s) (CHECK ONE)

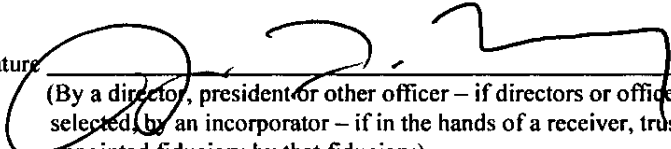
- ☐ The amendment(s) was/were adopted by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each 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 8/13/2012

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)

Jim DeBerry

(Typed or printed name of person signing)

Director / President / Chairman

(Title of person signing)