

PO8000021589

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

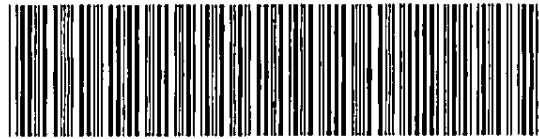
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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19 DEC 19 PM 4:05

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TALLAHASSEE, FLORIDA

19 DEC 19 PM 12:54

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DEC 20 2019

S. YOUNG



**COGENCYGLOBAL**

115 N CALHOUN ST., STE. 4  
TALLAHASSEE, FL 32301  
**866.625.0838**  
COGENCYGLOBAL.COM

Date: **December 19, 2019**

Account#: 120000000088

Name: **KEN HOWELL**

Reference #: **1166799**

Entity Name: **PELICAN HOLDINGS GROUP, INC.**

☐ Articles of Incorporation/Authorization to Transact Business

☒ Amendment

☐ Change of Agent

☐ Reinstatement

☐ Conversion

☐ Merger

☐ Dissolution/Withdrawal

☐ Fictitious Name

☐ Other \_\_\_\_\_

**ISSUES? CALL  
KEN:**

**518-213-0738**

Authorized Amount: **\$35.00**

Signature: \_\_\_\_\_

① CORPORATE HQ  
COGENCY GLOBAL INC.  
12 E 40 ST, 10 FL  
NY, NY 10016  
800.271.0107  
+1.212.947.7200

② EUROPEAN HQ  
COGENCY GLOBAL (UK) LIMITED  
REGISTERED IN ENGLAND & WALES  
REGISTRY NO 21072  
6 BEVIS MARKS, 11 FL  
LONDON EC3A 7BA  
+44 (0)20.3786.1090

③ ASIA PACIFIC HQ  
COGENCY GLOBAL (HK) LIMITED  
A HONG KONG LIMITED COMPANY  
INFINITUS PLAZA, 12TH FL  
199 DES VOEUX RD CENTRAL  
HONG KONG  
+852.3975.1803

**ACTION BY WRITTEN CONSENT OF DIRECTORS  
IN LIEU OF MEETING OF DIRECTORS**

**PELICAN HOLDINGS GROUP, INC.,  
a Florida corporation  
November 4<sup>th</sup>, 2019**

FILED  
19 DEC 13 PM 12:11  
TALLAHASSEE, FLORIDA

The undersigned persons, constituting all of the Directors of **PELICAN HOLDINGS GROUP, INC.**, a Florida corporation (the "**Corporation**"), hereby consent to the corporate actions specified below and adopt the following resolutions by written consent without a meeting, pursuant to §607.0821 of the Florida Business Corporations Act, and that such resolutions conform to the provisions of the bylaws of this Corporation relating to borrowing, are not inconsistent with its charter, and are in full force and effect.

**WHEREAS**, the Board of Directors of the Corporation has determined that it is in the best interests of the Corporation to change its name to "**Wire Experts Group, Inc.**" and does hereby recommend such name change to the sole shareholder of the Corporation; and

**WHEREAS**, subject to the filing of Articles of Amendment changing the name of the Corporation to "**Wire Experts Group, Inc.**," the Board of Directors desires to change the name of the employee stock ownership plan sponsored by the Corporation from "**Pelican Holdings Group, Inc. Employee Stock Ownership Plan**" to "**Wire Experts Group, Inc. Employee Stock Ownership Plan**;" and

**WHEREAS**, the Board of Directors of the Corporation, has determined that it is in the best interests of the Corporation's subsidiary, Sandpiper Staffing, Inc., to change its name to "**Wire Experts Team, Inc.**"

**NOW THEREFORE, BE IT RESOLVED**, that subject to the approval of the sole shareholder of the Corporation, the Chief Executive Officer, President or any Vice President of this Corporation, or his or her successors in office (each a "**Designated Officer**"), specifically including Theodore T. Bill in any corporate capacity, be and they are designated by and authorized for and on behalf of and in the name of this Corporation, on such other terms and conditions as are deemed expedient by such Designated Officer to execute and deliver for filing with the Florida Secretary of State, Articles of Amendment, changing the name of the Corporation to "**Wire Experts Group, Inc.**"; and

**FURTHER RESOLVED**, that the Board of Directors of the Corporation hereby approves the change of the name of the employee stock ownership plan sponsored by the Corporation from "**Pelican Holdings Group, Inc. Employee Stock Ownership Plan**" to "**Wire Experts Group, Inc. Employee Stock Ownership Plan**;" and

**FURTHER RESOLVED**, that the Board of Directors of the Corporation, as the sole shareholder of Sandpiper Staffing, Inc., hereby approves of the name change of Sandpiper Staffing, Inc. to "**Wire Experts Team, Inc.**" and authorizes the Designated Officer to execute and deliver for filing with the Florida Secretary of

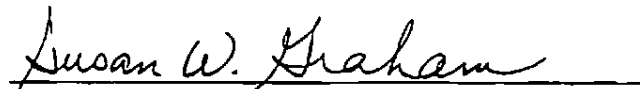
State, Articles of Amendment, changing the name of Sandpiper Staffing, Inc. to "Wire Experts Team, Inc."; and

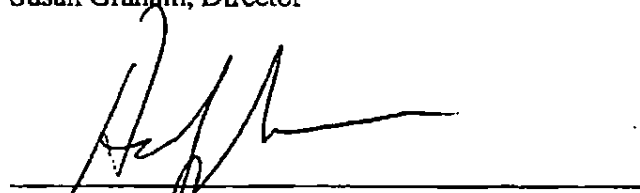
**FURTHER RESOLVED**, that the Designated Officers of the Corporation are hereby authorized to take any and all action deemed expedient, in the sole and absolute discretion of such Designated Officers, as are necessary or advisable to bring into effect the foregoing name changes to the Corporation and its subsidiary, Sandpiper Staffing, Inc.

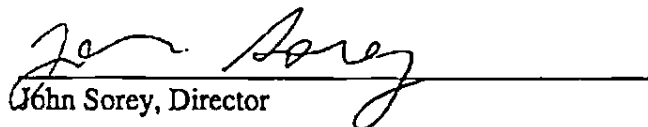
*[Signature Page Follows]*


IN WITNESS WHEREOF, the undersigned, constituting all of the directors of the Corporation, have hereunto executed this Written Consent as Directors and have caused the corporate seal of said Corporation to be affixed this 4th day of November, 2019.

  
Theodore T. Bill, Director

  
Susan Graham, Director

  
Herbert J. Buck, Director

  
John Sorey, Director

  
Theresa Bill, Director

(CORPORATE SEAL)

**ACTION BY WRITTEN CONSENT OF SHAREHOLDER  
IN LIEU OF MEETING OF SHAREHOLDERS**

**PELICAN HOLDINGS GROUP, INC.,  
a Florida corporation**

November 13<sup>th</sup> 2019

The undersigned, being the sole shareholder of PELICAN HOLDINGS GROUP, INC., a Florida corporation (the "*Corporation*"), hereby consents to the corporate actions specified below and adopts the following resolutions by written consent without a meeting, pursuant to §607.0704 of the Florida Business Corporations Act and the bylaws of this Corporation.

**WHEREAS**, the Board of Directors of the Corporation have recommended that the name of the Corporation be changed to "Wire Experts Group, Inc." and that Articles of Amendment in substantially the form attached hereto as Exhibit A ("*Articles of Amendment*") be executed by the authorized officers of the Corporation and filed in the offices of the Florida Secretary of State;

**NOW, THEREFORE, BE IT RESOLVED**, that the Corporation is hereby authorized to change its name to "Wire Experts Group, Inc."

**RESOLVED FURTHER**, that the authorized officers of the Corporation be and hereby are authorized to file the Articles of Amendment in the offices of the Florida Secretary of State and to do all things necessary and proper to effect the change of the Corporation's name.

**IN WITNESS WHEREOF**, the undersigned, constituting sole Shareholder of the Corporation, has executed this Written Consent as as the Sole Shareholder effective this 13<sup>th</sup> day of November, 2019.

PELICAN HOLDINGS GROUP, INC.  
EMPLOYEE STOCK OWNERSHIP PLAN

By: \_\_\_\_\_

James Urbach, as its Trustee

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
PELICAN HOLDINGS GROUP, INC.**

Pursuant to Section 607.1003 of the Florida Business Corporation Act, **PELICAN HOLDINGS GROUP, INC.** (the "*Corporation*") adopts these Articles of Amendment:

**FIRST:** The name of the Corporation is **PELICAN HOLDINGS GROUP, INC.**

**SECOND:** Article I of the Corporation's Articles of Incorporation is amended entirely to read as follows:

**Article I – Name**


The name of the Corporation is **WIRE EXPERTS GROUP, INC.**

**THIRD:** The foregoing amendment to Article I was unanimously adopted and approved by the Board of Directors of the Corporation on November ~~4~~<sup>4</sup> 2019, and presented to the holder of the common stock of the Corporation (the only class of shareholders entitled to vote on the proposed amendment) for its consideration, with the recommendation that the sole shareholder approve the proposed amendment. The sole shareholder of the Corporation, adopted and approved the foregoing amendment to Article I on November ~~4~~<sup>4</sup> 2019, by written consent without a meeting, which vote was sufficient to adopt the amendment provided for in these Articles of Amendment.

**FOURTH:** The foregoing amendment will become effective when these Articles of Amendment are filed with the Florida Secretary of State.

**EXECUTED:** November ~~4~~<sup>4</sup> 2019.

**PELICAN HOLDINGS GROUP, INC.**

By:   
Theodore T. Bill, President

[Corporate Seal]