

P08000037193

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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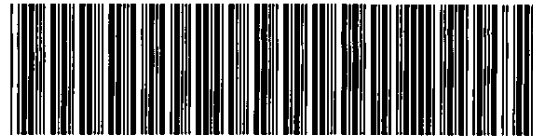
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Wm 8/3

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Coastal Angler Magazine Franchising, Inc.
DOCUMENT NUMBER: PO8000037193

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

Please return all correspondence concerning this matter to the following:

C. Benjamin Martin
Name of Contact Person
Coastal Angler Magazine Franchising Inc.
Firm/ Company
1924 S. PATRICK DR #201
Address
INDIAN HARBOUR BEACH FL 32937
City/ State and Zip Code
darlene@coastalanglermagazine.com
E-mail address. (to be used for future annual report notification)

For further information concerning this matter, please call:

Darlene Taylor at (321) 419-4141
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
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Articles of Amendment
to
Articles of Incorporation
of

COASTAL ANGLER MAGAZINE FRANCHISING, INC.

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

P08000037193

(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

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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 checked="" type="checkbox"/> Remove	D	David String	1924 S. PATRICK DR 201 INDIAN HARBOUR BEACH FL 32937
2) <input type="checkbox"/> Change <input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove	D	Danny Flynn	1924 S. PATRICK DR 201 INDIAN HARBOUR BEACH FL 32937
3) <input type="checkbox"/> Change <input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove	D	TRACY PATTERSON	1924 S. PATRICK DR 201 INDIAN HARBOUR BEACH FL 32937
4) <input type="checkbox"/> Change <input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove	D	JON WOOD	1924 S. PATRICK DR #201 INDIAN HARBOUR BEACH FL 32937
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 change(s) here:

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

see attached - Adding "Restriction on Transfer and
Right of First Refusal"

**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

Coastal Angler Magazine Franchising Inc.

Adding to Articles:

Article IV.

(b) Restriction on Transfer & Right of First Refusal

Each time a Holder purposes to Transfer (or is required by operation of law or other involuntary transfer) any or all of the Shares standing in such Holder's name or owned by him or her during the term of this Agreement, such Holder shall first offer such Shares to the Company (Coastal Angler Magazine Franchising Inc.) in accordance with the following provisions:

- (i) Such Holder shall deliver a written notice (a "Notice") to the Company stating (A) such Holder's bona fide intention to Transfer such Shares, (B) The name and address of proposed transferee, (C) the Number of Shares to be transferred, and (D) the purchase price per Share and terms of payment for which the Holder proposes to Transfer such shares. Within 90 days after receipt of the Notice, the Company or its designee has have the first right to purchase or obtain the Shares, *upon the price and terms of payment designated in the Notice*. If the Notice provides for the payment of non-cash consideration, the Company at its option may pay the consideration in cash equal to the Company's good faith estimate of the present fair market value of the noncash consideration offer.
- (ii) If the Company or its designee elects not to purchase or obtain all of the Shares designated in the selling Holder's Notice, then the Holder may Transfer the Shares referred to in the Notice to the proposed transferee, *providing such Transfer (A) is completed within 30 days after the expiration of The Company's right to purchase or obtain such Shares, (B) is made at the price and terms designated in the Notice and (C) the proposed Transferee agrees to be bound by the terms and provisions of this Agreement and to become a party to this Agreement immediately upon receipt of such Shares*. If such shares are not transferred, the selling Holder must give notice in accordance with this papagraph prior to any other subsequent Transfer of such Shares.
- (iii) The Legend on the Stock Certificates shall include notice of Company's Right of First Refusal.

The date of each amendment(s) adoption: 12/15/15, 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 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 Sept. 22, 2016

Signature C. Benjamin 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)

C. Benjamin Martin
(Typed or printed name of person signing)

CEO / CHAIRMAN OF THE BOARD / PRESIDENT
(Title of person signing)