

P08000071383

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



600145722616

Amend

03/13/09--01037--011 **35.00

FILED
2009 MAR 13 PM 2:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AJR
3/16/09

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Infinite Earth, Inc. +

DOCUMENT NUMBER: P08000071383 +

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

Please return all correspondence concerning this matter to the following:

Diana Evans
(Name of Contact Person)

Infinite Earth, Inc
(Firm/ Company)

555 Winderley Place
(Address)

Maitland, FL 32751
(City/ State and Zip Code)

For further information concerning this matter, please call:

Diana M. Evans at (407) 466-1993
(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

FILED

2009 MAR 13 PM 2:48

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Infinite Earth, Inc.

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

P08000071383

(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:

New Registered Office Address:

(Florida street address)

_____, 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)

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
_____	_____	_____	<input type="checkbox"/> Add
_____	_____	_____	<input type="checkbox"/> Remove
_____	_____	_____	
_____	_____	_____	<input type="checkbox"/> Add
_____	_____	_____	<input type="checkbox"/> Remove
_____	_____	_____	
_____	_____	_____	<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)

ARTICLE IV - STOCK

Article IV -Stock is amended to read as follows:

(See Attachment 1)

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

The date of each amendment(s) adoption: March 10, 2009

Effective date, if applicable: March 10, 2009
(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

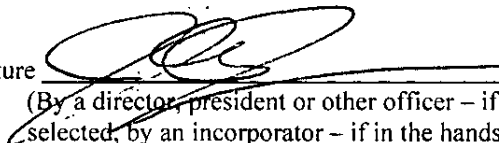
by _____."
(voting group)

☐ 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 March 10, 2009

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)

James C. Johnson

(Typed or printed name of person signing)

Chief Executive Officer

(Title of person signing)

ATTACHMENT 1

This Corporation is authorized to issue one hundred million (100,000,000) shares of one cent (\$.01) par value common stock, divided into thirty-five million (35,000,000) shares of class A common stock having a par value of one cent (\$.01) per share, fifty-three million (53,000,000) shares of Class B common stock having a par value of one cent (\$.01) per share and twelve million (12,000,000) shares of Class C common stock. No fractional shares of any of these classes of stock shall be issued. The number of shares to be issued to each stock holder will be rounded up or down to the nearest whole number.

The following is a description of each class of stock of the corporation with the preferences, rights, restrictions, voting powers and qualifications of each class.

- A. Except as herein provided with respect to voting powers and transfer rights, and right to sell, class A common stock, class B common stock and class C common stock shall be identical in all respects.
- B. With respect to voting, except as may otherwise be required by law, the holders of class A common stock and class B common stock shall possess all voting powers for all purposes including by way of illustration and not of limitation the election of the board of directors. Holders of class C common stock shall have no voting powers whatsoever. No holder of class C common stock shall vote on or otherwise participate in any proceeding in which actions shall be taken by the corporation or stock holders thereof or be entitled to any notification of any meeting of the Board of Directors or stockholders. Except where the holder of class C common stock also holds shares of Class A common stock or class B common stock, to wit: the holder will only exercise the right granted by the number shares of class A common stock or class B common stock.
- C. With respect to transfer rights, class A common stock, class B common stock and class C common stock is freely transferable to estates when; the holder is legally deemed mentally or physically ill to the point where they are incapable of sound judgment regarding said shares, the holder has been legally deemed missing for 1 year or more, or the holder is declared legally dead. Holders of class B common stock may freely transfer ownership of some or all of their shares of class B common stock to friends and family as gifts. The holders of class A common stock and holders of class C common stock have no right to transfer any shares without written consent of the Board of Directors. This consent must be requested in writing by the shareholder and submitted to the Board of Directors.
- D. With respect to the right to sell. All holders of class A common stock, class B common stock and or class C common stock, who wish to sell, trade or dispose of shares for any reason must adhere to following right of refusal hierarchy.
 - a. The Corporation will have the right of first refusal
 - b. Class B shareholders will have the right of second refusal
 - c. Class A share holders will have the right of third refusal

The right of refusal will be offered to shareholders in accordance with voting rights. To wit; the shareholder that owns the larger number of shares will get the offer of refusal before a shareholder with fewer shares owned.

A handwritten signature in black ink, consisting of stylized, overlapping loops and a long horizontal stroke at the bottom, positioned in the bottom right corner of the page.