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**COR AMND/RESTATE/CORRECT OR O/D RESIGN  
BMEK HOLDINGS, CORP.**

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**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
BMEK HOLDINGS, CORP.**

- FIRST: The date of filing of the Articles of Incorporation of BMEK Holdings, Corp. (the "Corporation") was November 24, 2008.
- SECOND: The following amendments were duly adopted by joint unanimous written consent of the shareholder and director of the Corporation effective as of 3/29, 2018.

ARTICLE IV of the Articles of Incorporation of the Corporation shall be amended to read as follows:

**"ARTICLE IV**

The total number of shares of stock which the Corporation shall be authorized to issue is 1000 shares, of which 100 shares shall be Class A Voting Common Stock (the "Class A Voting Common Stock"), no par value, and 900 shares shall be Class B Non-Voting Common Stock (the "Class B Non-Voting Common Stock"), no par value. All of said shares shall be issued as fully paid and non-assessable.

The rights, powers, preferences, qualifications, limitations and restrictions of the Class A Voting Common Stock and the Class B Non-Voting Common Stock shall be identical in all respects (including, without limitation, with respect to the receipt of the net assets of the Corporation upon dissolution), except that (i) the Class A Voting Common Stock shall have the exclusive and unlimited right to vote for the election of directors and for all other purposes and (ii) the Class B Non-Voting Common Stock shall not carry with it, or entitle the holders thereof, to vote on any matter that comes before the Corporation or the shareholders, except as specifically required by law.

Upon the filing of these Articles of Amendment with the Florida Department of State, each share of common stock outstanding on the date hereof shall be recapitalized as, and thereafter and without any further action by the Corporation or the shareholder represent, 0.1 shares of Class A Voting Common Stock and 0.9 shares of Class B Non-Voting Common Stock."

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment this 29<sup>th</sup> day of March, 2018.

  
BRYAN A. MEKLIR, President

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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### PLAN OF RECAPITALIZATION

THIS PLAN OF RECAPITALIZATION (this "Plan") is made and entered into this 29 day of March, 2018, by and between BRYAN A. MEKLIR, as the President and sole Director of BMEK HOLDINGS, CORP., a Florida corporation (the "Corporation"), and BRYAN A. MEKLIR, as the sole shareholder (the "Shareholder") of the Corporation.

#### WITNESSETH:

WHEREAS, the Corporation is duly organized and existing under the laws of the State of Florida and was incorporated on November 24, 2008.

WHEREAS, the Corporation has the authorized and issued and outstanding capital structure set forth below:

Authorized Stock  
1000 Shares Common Stock

Issued and  
Outstanding Stock  
1000 Shares Common Stock

WHEREAS, the Director of the Corporation and the Shareholder have determined that it is in the best interests of the Corporation and its Shareholder to recapitalize the Corporation pursuant to this Plan, and pursuant to the applicable provisions of the laws of the State of Florida and in compliance with the applicable provisions of the Internal Revenue Code of 1986, as amended.

NOW, THEREFORE, in consideration of the premises and of the mutual promises, agreements, covenants and grants hereinafter contained, the parties hereby agree as follows:

#### ARTICLE I Recapitalization

On the "Effective Date" (as defined in Section 4.2 hereof) the outstanding stock of the Corporation shall be exchanged for Class A Voting Common Stock and Class B Non-Voting Common Stock in accordance with Article III hereof.

#### ARTICLE II Articles of Incorporation

The Articles of Incorporation of the Corporation, as in effect on the date hereof, shall on and after the Effective Date be amended in accordance with the Articles of Amendment to Articles of Incorporation attached hereto as Exhibit A.

#### ARTICLE III Manner of Converting Shares

The manner and basis of converting the shares of the Corporation upon consummation of this recapitalization transaction shall be as follows:

3.1 Conversion of Authorized Shares. On the Effective Date, the current 1000 shares of authorized common stock in the Corporation shall be converted into 100 shares of Class A Voting Common Stock and 900 shares of Class B Non-Voting Common Stock.

3.2 Exchange of Shares. On the Effective Date, each share of common stock of the Corporation, then issued and outstanding and all rights in respect thereof shall, be exchanged for 0.1 shares of Class A Voting Common Stock and 0.9 shares of Class B Non-Voting Common Stock.

#### ARTICLE IV Approval and Effective Date

4.1 Approval of Shareholders. Upon execution by the requisite number of the Shareholders of the Corporation as provided by the laws of the State of Florida and its Articles of Incorporation, this plan shall be deemed approved.

4.2 Effective Date. This Plan shall become effective upon the filing of the Articles of Amendment to Articles of Incorporation with the Department of State for the State of Florida.

#### ARTICLE V Expenses

All expenses incurred by or on behalf of the parties hereto in connection with the authorization, preparation and consummation of this Plan, including without limitation, all fees and expenses of agents, representatives, counsel and accountants employed by the parties hereto in connection with the authorization, preparation, execution and consummation of this Plan shall be borne by the Corporation.

ARTICLE VI  
Amendment

The parties hereto may, by written agreement, amend this Plan of Recapitalization.

IN WITNESS WHEREOF, the Shareholder and Director have caused this Plan of Recapitalization to be executed all as of the day and year first above written

CORPORATION:

BMEK HOLDINGS, CORP.

By: 

Name: BRYAN A. MEKLIR

Title: President and Director

SHAREHOLDER:

  
BRYAN A. MEKLIR