

PD9000062207

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

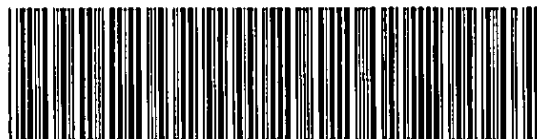
(Business Entity Name)

(Document Number)

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

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FILED  
2018 OCT 24 PM 3:26  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Amend/Name  
Chg

OCT 25 2018  
I ALBRITTON

**COVER LETTER**

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: Kixtand, Inc.

DOCUMENT NUMBER: P09000060007

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

Please return all correspondence concerning this matter to the following:

Rustin Howard

Name of Contact Person

Firm/ Company

431 East Zaragoza St. Unit B

Address

Pensacola, FL 32502

City/ State and Zip Code

RUS@HOLDG.COM

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

For further information concerning this matter, please call:

Rus Howard at ( 850 ) 377-1856  
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:

- |   |  |   |  |
|---|--|---|--|
| <input checked="" type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certified Copy<br>(Additional copy is<br>enclosed) | <input type="checkbox"/> \$52.50 Filing Fee<br>Certificate of Status<br>Certified Copy<br>(Additional Copy<br>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



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

October 2, 2018

RUSTIN HOWARD  
431 EAST ZARAGOZA ST  
APT. BF  
PENSACOLA, FL 32502

SUBJECT: KIXTAND, INC  
Ref. Number: P09000060007

We have received your document for KIXTAND, INC and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

★ Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Irene Albritton  
Regulatory Specialist II

Letter Number: 618A00020501

*See Attached Documents*

*Oct. 22, 2018*

*Rustin Howard*

RECEIVED

2018 OCT 24 PM 1:22

CLERK OF THE COURT  
JAHASSE, FL

Articles of Amendment  
to  
Articles of Incorporation  
of

Kixtand, Inc.

FILED  
2018 OCT 24 PM 3:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

P09000060007

(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:

Quicat, Co.

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)

3520 Hopestill Rd.

Pensacola, FL 32503

C. Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

NA

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 Rustin Howard

431 East Zaragoza St, Unit B

(Florida street address)

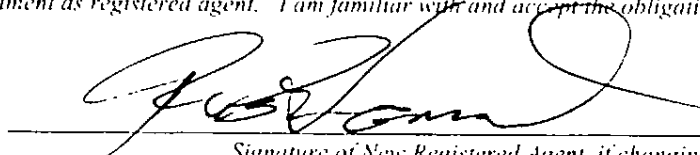
New Registered Office Address: Pensacola, Florida 32502

(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:**

X Change                      PT      John Doe

X Remove                      V      Mike Jones

X Add                              SV      Sally Smith

Type of Action (Check One)	Title	Name	Address
1) <input type="checkbox"/> Change	_____	NA	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____
2) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____
3) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____
4) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____
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: Amended Articles of Incorporation Quicat, Co. April 1, 2018

**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)*

NA

## **AMENDED ARTICLES OF INCORPORATION**

**OF**

**QUICAT, CO., INC. April, 1, 2018**

The undersigned, Thomas Johnson, the Chief Executive Officer, authorized to act for and in behalf of the company, hereby presents these revised Articles of Incorporation under the provisions of Chapter 607, Florida Statutes.

### **ARTICLE I – NAME**

The name of the corporation is QUICAT, CO., INC.

### **ARTICLE II - PRINCIPAL OFFICE**

The address of the principal office of the corporation is 3520 Hopestill Road, Pensacola, Florida 32503.

### **ARTICLE III – PURPOSE**

This corporation is organized for the purpose of transacting any and all lawful business under the laws of the State of Florida and the laws of the United States.

### **ARTICLE IV - CAPITAL STOCK**

The aggregate number of shares of capital stock which the corporation shall have the authority to issue is 25,000,000, all with a par value of \$.001 per share, consisting of:

(a) 20,000,000 shares of Common Stock, of which 12,000,000 shares shall be Class A Voting Common Stock, and 8,000,000 shares shall be Class B Non-Voting Common Stock. The relative rights, preferences and limitations of each class of Common Stock shall be as follows: In respect to all matters as to which the vote or the consent of the shareholders of the corporation shall be required or shall be taken, the owners of the Class A Voting Common Stock shall be entitled to one vote for every share of Class A Voting Common Stock held according to the records of the corporation. Except as otherwise provided by law, ownership of Class B Non-Voting Common Stock shall not entitle the holders thereof to vote with respect to any matter as to which the vote or consent of the shareholders of the corporation shall be required to be taken, and all rights to vote and all voting power shall be vested solely in the holders of the Class A Voting Common Stock. In all other respects, the rights, preferences and limitations of the two classes of Common Stock shall be identical.

(b) 5,000,000 shares of Preferred Stock. The Preferred Stock may be issued in one or more series. The Board of Directors of the corporation is expressly authorized: (i) to fix the designations, powers, preferences, rights, conversion or exchange privileges, qualifications, limitations and restrictions with the respect to any series of Preferred Stock and (ii) to specify the number of shares of each and any series of Preferred Stock.

## **ARTICLE V – LIABILITY OF DIRECTORS**

(a) No director of the corporation shall be personally liable to the corporation or its shareholders for damages for any breach of duty in such capacity, unless said breach of duty, whether an act or omission, is found by judgment of a court of competent jurisdiction or by other adjudication to have been committed in bad faith or involved intentional misconduct or knowing violation of the law, or that the director personally gained a financial profit or other advantage to which the director was not legally entitled, or that the director's acts violated Section 607.0831, Florida Statutes.

(b) Each person who serves as a director of the corporation while this Article V is in effect shall be deemed to be doing so in reliance on the provisions of this Article V, and neither the amendment or repeal of this Article V, nor the adoption of any provision of these Articles of Incorporation inconsistent with this Article V, shall apply to or have any effect on the liability or alleged liability of any director of the corporation for, arising out of, based upon, or in connection with any acts or omissions of such director occurring prior to such amendment, repeal, or adoption of an inconsistent provision. The provisions of this Article V are cumulative and shall be in addition to and independent of any and all other limitations on or eliminations of the liabilities of directors of the corporation, as such, whether such limitations or eliminations arise under or are created by any law, rule, regulation, by-law, agreement, vote of shareholders or disinterested directors, or otherwise.

## **ARTICLE VI – INDEMNIFICATION**

(a) The corporation shall indemnify to the fullest extent now or hereafter provided for or permitted by law each person involved in, or made to threatened to be made a party to, any action, suit, claim or proceeding, arbitration, alternative dispute resolution mechanism, investigation, administrative or legislative hearing or any other actual, threatened, pending or completed proceeding, whether civil or criminal, or whether formal or informal, and including an action by or in the right of the corporation or any other corporation, or any partnership, joint venture, trust, employee benefit plan or other enterprise, whether profit or non-profit (any such entity, other than the corporation, being hereinafter referred to as an "Enterprise"), and including appeals therein (and such process being hereinafter referred to as a "Proceeding"), by reason of the fact that such person, such person's testator or intestate (i) is or was a director or officer of the corporation, or (ii) while serving as a director or officer of the Corporation, is or was serving, at the request of the corporation, as a director, officer or in any other capacity, any other Enterprise, against any and all judgments, fines, penalties, amounts paid in settlement, and expenses, including attorney's fees, actually and reasonably incurred as a result of or in connection with any Proceeding, except as provided in Article VI(b) below.

(b) No indemnification shall be made to or on behalf of any such person if a judgment or other final adjudication adverse to such person establishes that such person's acts were committed in bad faith or were the result of active and deliberate dishonesty and were material in the cause of action so adjudicated, or that such person personally gained in fact a financial profit or other advantage to which such person was not legally entitled. In addition, no indemnification shall be made with respect to any Proceeding initiated by any such person against the corporation, or a director or officer of the corporation, other than to enforce the terms of this Article VI, unless such Proceeding was authorized by the Board of Directors. Further, no indemnification shall be made with respect to any settlement or compromise of any Proceeding unless and until the corporation has consented to such settlement or compromise.

(c) Written notice of any Proceeding for which indemnification may be sought by any person shall be given to the corporation as soon as practicable; however, an individual's failure



to provide such notice shall not relieve the corporation of its indemnification obligations hereunder, except to the extent that the corporation has been prejudiced by its failure to receive such notice in a timely manner. The corporation shall then be permitted to participate in the defense of any such proceedings or, unless conflict of interest or position exist between such person and the corporation in the conduct of the defense, to assume such defense. In the event that the corporation assumes the defense of any such Proceeding, legal counsel selected by the corporation shall be acceptable to such person. After such assumption, the corporation shall not be liable to such person for any legal or other expenses subsequent incurred unless such expenses have been expressly authorized by the corporation. In the event that the corporation participates in the defense of any such Proceeding, such person may select counsel to represent such person in regard to such Proceeding; however, such person shall cooperate in good faith with any request that common counsel be utilized by the parties to any Proceeding who are similarly situated, unless to do so would be inappropriate due to actual or potential differing interests between or among such parties.

(d) The rights to indemnification and advancement of expenses granted by or pursuant to this Article VI; (i) shall not limit or exclude, but shall be in addition to, any other rights which may be granted by or pursuant to any statute, by-law, resolution or shareholders or directors or agreement; (ii) shall be deemed to constitute contractual obligations of the Corporation to any director or officer who serves in a capacity referred to in this Article VI at any time while this Article VI is in effect, whether or not thereafter repealed or amended; (iii) shall continue as to a person who has ceased to be a director or officer and shall inure to the benefit of the estate, spouse, heirs, executors, administrators or assigns of such person. It is the intent of this Article VI to require the corporation to indemnify the persons referred to herein for the aforementioned judgments, fines, penalties, amounts paid in settlement, and expenses, including attorney's fees, in each and every circumstance in which such indemnification could lawfully be permitted by express provisions of a certificate of incorporation, and the indemnification required by this Article VI shall not be limited by the absence of an express recital of such circumstances.

(e) In making any determination regarding any person's entitlement to indemnification hereunder, it shall be presumed that such person is entitled to indemnification, and the corporation shall have the burden of proving to the contrary.

(f) The corporation may, with the approval of the Board of Directors, enter into an agreement with any person who is, or is about to become, a director, officer, employee or agent of the corporation, or who is serving, or is about to serve, at the request of the corporation, as a director, officer, or in any other capacity, any other Enterprise; such agreement may provide for the indemnification of such person and advancement of expenses to such person upon terms, and the extent, not prohibited by law. The failure to enter into any such agreement shall not affect or limit the rights of any such person under this Article.


#### **ARTICLE VII – REGISTERED OFFICE AND AGENT**

The address of the registered office of this corporation shall be 431 East Zaragoza St., Unit B, Pensacola, Florida 32502, and the name of the initial registered agent of this corporation at that address is Rustin Howard, until he resigns or is replaced as registered agent.

**ARTICLE X – AMENDMENT**

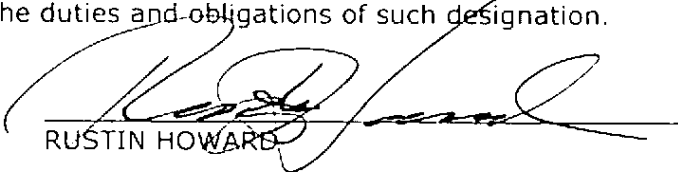
This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on the 1th day of April 2018.

  
\_\_\_\_\_  
THOMAS JOHNSON, CEO

**REGISTERED AGENT ACCEPTANCE**

I do hereby accept the foregoing designation as registered agent of QUICAT, CO., INC. Further, I am familiar with and accept the duties and obligations of such designation.

  
\_\_\_\_\_  
RUSTIN HOWARD

Date: April 1, 2018

April 1, 2018

The date of each amendment(s) adoption: \_\_\_\_\_, if other than the date this document was signed.

NA

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.

April 1, 2018

Dated \_\_\_\_\_

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)

Thomas Johnson

\_\_\_\_\_  
(Typed or printed name of person signing)

CEO

\_\_\_\_\_  
(Title of person signing)