

P09000078034

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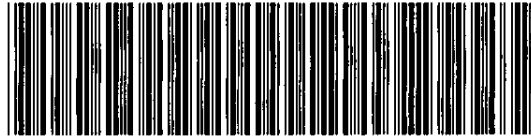
(Business Entity Name)

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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Corporate Excellence Consulting, Inc

DOCUMENT NUMBER: P09000078034

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

Please return all correspondence concerning this matter to the following:

Christina Spoonholtz

Name of Contact Person

Corporate Excellence Consulting, Inc.

Firm/ Company

10778 NW 53rd Street

Address

Sunrise, FL 33351

City/ State and Zip Code

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

For further information concerning this matter, please call:

Christina Spoonholtz

Name of Contact Person

at (954) 990-6825

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

FILED
12 FEB 17 AM 10:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION
OF
CORPORATE EXCELLENCE CONSULTING INC.**

P09000078034

(DOCUMENT NUMBER OF CORPORATION)

The undersigned does hereby certify that, pursuant to the authority conferred upon the Board of Directors of **CORPORATE EXCELLENCE CONSULTING INC.** (the "Company") a Company organized and existing under the Florida Business Company Act, by Florida Statute 607.0821 and Florida Statute 607.0602 and pursuant to the written consent dated November 2, 2011, duly executed by all of the members of the Company's Board of Directors, adopting the resolutions providing for the issuance of up to 1,000,000 shares of the Company's authorized but unissued preferred stock, par value \$.0001, to be designated the Series A Convertible Preferred Stock (the "Preferred Stock") and there being no shareholder action required, the Company's Articles of Incorporation are hereby amended as follows:

ARTICLE IV

Capital Stock

A. Common Shares

Section 1. General. The voting, dividend and liquidation rights of the holders of the Common Shares are subject to and qualified by the rights, powers and preferences of the holders of the Preferred Shares set forth herein.

Section 2. Voting. The holders of the Common Shares are entitled to one vote for each Common Share held at all meetings of shareholders (and written consents in lieu of meetings); *provided, however*, that, except as otherwise required by law, holders of Common Shares, as such, shall not be entitled to vote on any amendment to these Articles of Incorporation that relates solely to the terms of one or more outstanding series of Preferred Shares if the holders of such affected series are entitled, either separately or together with the holders of one or more other such series, to vote thereon pursuant to these Articles of Incorporation or pursuant to the Florida Business Company Act. There shall be no cumulative voting.

B. Series A Preferred Shares

The "Series A Preferred Shares" shall have the following rights, preferences, powers, privileges and restrictions, qualifications and limitations.

Section 1. Designation, Amount and Par Value. The series of preferred stock shall be designated as its Series A Preferred Stock (the "Preferred Stock") and the number of shares so designated shall be up to 1,000,000 (which shall not be subject to increase without the written consent of all of the holders of the Preferred Stock (each, a "Holder" and collectively, the "Holders"). Each share of Preferred Stock shall have a par value of \$.0001 per share and a stated value equal to \$.0001.

Section 2. Dividends.

The Holders of outstanding Preferred Stock shall not be entitled to participate in any dividends declared on the Corporation's common stock.

Section 3. Voting Rights.

In addition to voting as a class as to all matters that require class voting under the Florida Business Company Act, the holders of the Preferred Stock shall vote on all matters with the holders of the Common Stock (and not as a separate class) on Ten thousand votes per share (10,000:1) basis. The holders of the Preferred Stock shall be entitled to receive all notices relating to voting as are required to be given to the holders of the Common Stock.

Section 4. Rank.

The Preferred Stock shall, with respect to rights on liquidation, rank equivalent to all classes of the common stock, \$.0001 par value per share (collectively, the "Common Stock" or "Common Shares"), of the Corporation.

Section 5. Redemption.

Shares of Preferred Stock may not be redeemed by the Corporation absent the unanimous consent of the holders thereof.

IN WITNESS WHEREOF, the undersigned has executed and subscribed this Certificate and does affirm the foregoing as true this 2nd day of November, 2011.

CORPORATE EXCELLENCE CONSULTING INC.


Janice Zoyes

The date of each amendment(s) adoption: 11/2/11

Effective date if applicable: 11/2/2011
(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 2/15/2012

Signature [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)

Alfredo Mesa
(Typed or printed name of person signing)

President
(Title of person signing)