

P09000095702

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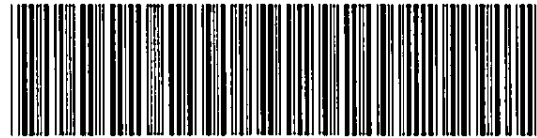
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JAN 31 2018

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Good Guys Signs, Inc.

DOCUMENT NUMBER: P09000095702

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

Please return all correspondence concerning this matter to the following:

Frank N. Lago, Esq.
Name of Contact Person
Walk Law Firm, PA
Firm/ Company
100 S. Ashley Dr. Ste. 620
Address
Tampa, FL 33602
City/ State and Zip Code

admin@walklawfirm.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Frank Lago, Esq. at (813) 999-0199
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:

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Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &
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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

2018 JAN 30 PM 11:00

2018 JAN 30 AM 11:59

**ARTICLES OF AMENDMENT TO
THE ARTICLES OF INCORPORATION OF
GOOD GUYS SIGNS, INC.**

Pursuant to the provisions of Section 607.1006, Florida Statutes, this Florida Profit Corporation adopts the following amendment(s) to its Articles of Incorporation.

Name of Corporation

The name of the corporation is GOOD GUYS SIGNS, INC.

Adoption of Amendment

The following amendment to the Articles of Incorporation was adopted on January 22nd, 2018. The amendments were adopted by the shareholders. The number of votes cast for the amendments by the shareholders were sufficient for approval.

Text of Amendment

The following amendment was adopted in the manner prescribed by the Florida Business Corporation Act:

Article IV, Shares, shall be removed in its entirety and replaced with the following:

- A. Authorized Capital. The total number of shares of all classes of stock which the Corporation shall have the authority to issue is Twenty Million (20,000,000). The total number of shares of common stock ("Common Stock") that the Corporation is authorized to issue is Twenty Million (20,000,000), with a par value of \$0.01 per share. Common Stock shall be divided into two classes of Common Stock, Class A and Class B. The total number of Class A Common Stock that the Corporation is authorized to issue is Twelve Million (12,000,000), with a par value of \$0.01 per share. The total amount of Class B Common Stock that the Corporation is authorized to issue is Eight Million (8,000,000), with a par value of \$0.01 per share.
- B. Class A Common Stock Rights and Restrictions. The rights, privileges, and restrictions granted to and imposed on Class A Common Stock, are as set forth below in this Article IV (B).
 - 1. Dividend Rights. The holders of Class A Common Stock shall be entitled to receive, when, as and if declared by the board of directors, out of any assets of the Corporation legally available therefore, such dividends as may be declared from time to time by the board of directors.
 - 2. Voting Rights. The holder of each share of Class A Common Stock, shall have the right to one (1) vote, and shall be entitled to vote upon such matters and in such manner as may be provided by law.
 - 3. Liquidation Rights. In the event of any voluntary or involuntary liquidation, dissolution, winding up, or change of control of the Corporation (collectively a

"Liquidation"). the holders of Class A Common Stock then outstanding shall be entitled to be paid out of the assets of the Corporation available for distribution to its stockholders, before any payment shall be made to the holders of Class B Common Stock by reason of their ownership thereof, an amount in cash, the minimum of which shall be Twenty Million dollars (\$20,000,000.00).

4. Redemption. The Class A Common Stock is not redeemable; provided, however, that the Corporation's repurchase of shares of its capital stock pursuant to agreements approved by the board of directors shall not be deemed "redemptions" and shall be allowed.
- C. Class B Common Stock Rights and Restrictions. The rights, privileges, and restrictions granted to and imposed on Class B Common Stock, are as set forth below in this Article IV (C).
1. Dividend Rights. The holders of Class B Common Stock shall not be entitled to receive any dividends declared by the board of directors.
 2. Voting Rights. The holder of each share of Class B Common Stock, shall not be entitled to vote upon any matters submitted to the Stockholders of the Company.
 3. Liquidation Rights. Upon the liquidation, dissolution or winding up of the Corporation, the assets of the Corporation shall be distributed as provided by applicable law; subject to the Class A Common Stock liquidation preference.
 4. Redemption. The Common Stock is not redeemable; provided, however, that the Corporation's repurchase of shares of its capital stock pursuant to agreements approved by the board of directors shall not be deemed "redemptions" and shall be allowed.

Effect of Amendment

The amendment shall become effective as of the filing of the articles of amendment by the Department of State.

Execution

Dated 01222018

By: Thomas J Tucky
Thomas J Tucky Jan 22, 2018

TOM T. TUCKY, PRESIDENT