

P10000014404

(Requestor's Name)

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(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

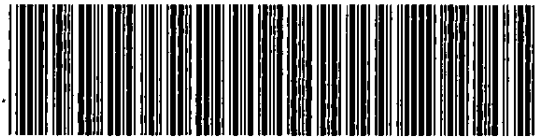
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10 MAR -5 AM 9:20

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Amend
C.COULLIETTE

MAR 08 2010

EXAMINER

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Lease Pal, Inc.

DOCUMENT NUMBER: P10000014404

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

Please return all correspondence concerning this matter to the following:

J. Randall Hooper

Name of Contact Person

Hooper Zinn & McNamee, PLLC

Firm/ Company

109 Westpark Drive Suite 300

Address

Brentwood, TN 37027

City/ State and Zip Code

jrhooper@hooperzinn.com

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

For further information concerning this matter, please call:

J. Randall Hooper

Name of Contact Person

at (615)

661-5472

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**

Lease Pal, Inc.

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

P10000014404

(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)

_____ (City)

_____, Florida
(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

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TALLAHASSEE, FLORIDA

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 is amended to prescribe the classes and series of shares and the number of shares of each class that the corporation is authorized to issue. The preferences, limitations and relative rights of each class and series is described on attached page 2a.

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

**Articles of Amendment to Articles of Incorporation
Lease Pal, Inc.
Document No. P10000014404**

Article IV

The number of shares the corporation is authorized to issue is 10,000,000. The corporation is authorized to issue two classes of shares, and one or more series of each class of shares, as follows:

Series A Common Shares. The corporation is authorized to issue 4,000,000 Series A Common shares. The Series A Common shares shall have unlimited voting rights. The corporation is authorized to issue Series A Common shares only to Keith W. Hatchett and his designees, subject to the approval of the Board of Directors. All Series A Common shares have the same preferences, limitations and relative rights.

Series B Common (Founding Board) Shares. The corporation is authorized to issue 3,000,000 Series B Common shares. The Series B Common shares shall have no right to vote. The corporation is authorized to issue Series B Common shares only to the corporation's directors. All Series B Common shares have the same preferences, limitations and relative rights.

Series A Preferred Shares. The corporation is authorized to issue 3,000,000 Series A Preferred shares. The Series A Preferred shares shall have no right to vote. The corporation is authorized to issue Series A Preferred shares only in transactions which qualify as exempt transactions under Regulation D of the Securities and Exchange Commission (17 CFR §§ 230.501–230.508) and Fla. Stat. Ann. § 517.061. All Series A Preferred shares have the same preferences, limitations and relative rights.

Upon any dissolution, liquidation or winding up of the corporation, whether voluntary or involuntary, Series A Preferred shares have preference over all other classes and series of shares. In that event, the holders of Series A Preferred shares are entitled to payment of an distribution equal to the issuing purchase price of their Series A Preferred shares before any payment or distribution is made to the holders of other classes and series of shares. After payment of the preferential distribution to the holders of Series A Preferred shares, the holders of all common shares and preferred shares (including Series A Preferred shares) are entitled to share ratably in all dividends and other distributions upon dissolution, liquidation or winding up.

Transfers and registration of transfers of all classes and series of shares are authorized only with the approval of the Board of Directors, in order to maintain the corporation's legal status, to preserve exemptions under federal or state securities law, or for any other reasonable purpose.

The date of each amendment(s) adoption: February 16, 2010

Effective date if applicable: February 16, 2010
(date of adoption is required)
(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 February 16, 2010

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)

Keith W. Hatchett

(Typed or printed name of person signing)

President

(Title of person signing)