

P10000014950

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

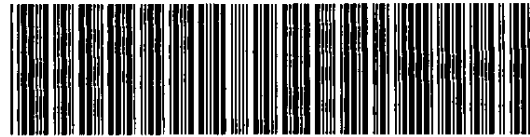
(Document Number)

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

Special Instructions to Filing Officer:

NO

Office Use Only



200186344672

10/15/10--01022--014 \*\*52.50

APPROVED  
FILED  
10 OCT 15 PM 12:25  
8300 N. 15TH AVE.  
TULSA, OK 74104-1500

Ames  
10/15/10  
TE

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** PET HEALTH USA INC.

**DOCUMENT NUMBER:** P10000014950

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

Please return all correspondence concerning this matter to the following:

Alfonso J Reyes

Name of Contact Person

Pet Health USA

Firm/ Company

12717 W Sunrise Blvd Ste 396

Address

Sunrise, FL, 33323

City/ State and Zip Code

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

For further information concerning this matter, please call:

Ricardo Polit

Name of Contact Person

at ( 305 )

799-8009

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

PET HEALTH USA INC

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

P10000014950

(Document Number of Corporation (if known))

APPROVED  
AND  
FILED  
10 OCT 15 PM 12:25  
SECRETARY OF STATE  
TALLAHASSEE, FL 32399

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**)

12717 W Sunrise Blvd

Ste 396

Sunrise, FL, 33323

**C. Enter new mailing address, if applicable:**

(Mailing address **MAY BE A POST OFFICE BOX**)

12717 W Sunrise Blvd

Ste 396

Sunrise, FL, 33323

**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)

\_\_\_\_\_, Florida  
(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)*

<b><u>Title</u></b>	<b><u>Name</u></b>	<b><u>Address</u></b>	<b><u>Type of Action</u></b>
President	Alfonso J Reyes	12717 W Sunrise Blvd Ste 396 Sunrise, FL 33323	<input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove
VP	Ricardo O Polit	12717 W Sunrise Blvd Ste 396 Sunrise, FL 33323	<input checked="" 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)*

Articles to be ammended:

Article II, Article IV, and Article VII (refer to attached document with amendments)

Articles to be added:

Articles VIII, IX, X, XI, XII, XIII, XIV, XV, XVI, XVII

(refer to attached document with additional Articles)

**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)*

## ARTICLES TO BE AMENDED (2 PAGES)

- **ARTICLE II**

- **Street Address of the Principal Office**

The street address of the principal office is 12717 W Sunrise Blvd Ste 396, Sunrise, Florida, 33323.

The mailing address of the principal office is the same as the street address.

- **ARTICLE IV**

- **Authorized Capital**

The aggregate total number of all shares that the Corporation is authorized to issue is 10000000.

**Class A Shares**

The Corporation is authorized to issue a single class of shares. The total number of shares authorized is 10000000 Class A par value shares and the par value of each authorized Class A share is \$0.001 US Dollars. This class of shares is entitled to receive the net assets of the Corporation on dissolution.

The Class A voting, non-cumulative shares will have the following rights and privileges attached to them and be subject to the following conditions and limitations:

- a. The holders of Class A shares will be entitled to receive, as and when declared by the Board of Directors out of the monies of the Corporation properly applicable to the payment of dividends, non-cumulative, cash dividends, at the rate to be set by the Board of Directors.
- b. The Class A shares may from time to time be issued as a class without series or, may from time to time be issued in one or more series. If the Class A shares are issued in one or more series the Board of Directors may from time to time, by resolution before issuance, fix the number of shares in each series, determine the designation and fix the rights, privileges, restrictions, limitations and conditions attaching to the shares of each series but always subject to the limitations set out in the Articles of Incorporation.
- c. The holders of Class A shares will be entitled to one vote for each Class A share held, and will be entitled to receive notice of and to attend all meetings of the shareholders of the Corporation.
- d. In the event of liquidation, dissolution, or winding up of the Corporation, the Class A shareholders will be entitled to share equally, share for share, in the distribution of the assets of the Corporation.

- **ARTICLE VII**

- **Initial Directors**

The initial board of directors will consist of two directors (individually the "Director" and collectively the "Board of Directors"). The names and addresses of the persons who are to serve as Directors until the first annual meeting of shareholders or until their successors are elected and qualified are set out below.

<b>Name</b>	<b>Address</b>	<b>City</b>	<b>State</b>	<b>Zip Code</b>
Ricardo O Polit	12717 W Sunrise Blvd Ste 396	Sunrise	Florida	33323
Alfonso J Reyes	12717 W Sunrise Blvd Ste 396	Sunrise	Florida	33323

- **Initial Officers**

The initial board of directors will consist of two directors (individually the "Director" and collectively the "Board of Directors"). The names and addresses of the persons who are to serve as Directors until the first annual meeting of shareholders or until their successors are elected and qualified are set out below.

<b>Name</b>	<b>Address</b>	<b>City</b>	<b>State</b>	<b>Zip Code</b>
Ricardo O Polit (Vice-president)	12717 W Sunrise Blvd Ste 396	Sunrise	Florida	33323
Alfonso J Reyes (President)	12717 W Sunrise Blvd Ste 396	Sunrise	Florida	33323

**ARTICLES TO BE ADDED (2 PAGES)**

- **ARTICLE VIII**

- **Restrictions on Transfer and Other Rules**

No shares of stock in the Corporation will be transferred without the approval of the Board of Directors of the Corporation either by a resolution of the Board of Directors passed at a Board of Directors meeting or by an instrument or instruments in writing signed by all of the Board of Directors.

Any invitation to the public to subscribe to any class of shares of the Corporation is prohibited.

- **ARTICLE IX**

- **Preemptive Rights**

The shareholders of the Corporation have the preemptive right to purchase any new issue of shares in proportion to their current equity percentage. A shareholder may waive any preemptive right. Any waiver by a shareholder does not affect any future preemptive rights of that shareholder.

- **ARTICLE X**

- **Amend or Repeal Bylaws**

Bylaws may be adopted, amended, or repealed either by approval of the outstanding shares or by the approval of the Board of Directors. In adopting, amending or repealing a bylaw the shareholders may expressly provide that the Board of Directors may not adopt, amend or repeal that bylaw. The power of the Board of Directors is subordinate to the power of the shareholders to adopt, amend, or repeal bylaws.

- **ARTICLE XI**

- **Cumulative Voting**

In an election for Directors, the maximum number of votes a shareholder may cast for one Director is equal to the number of voting shares held by the shareholder.

- **ARTICLE XII**

- **Fiscal Year End**

The fiscal year end of the Corporation is December 31st.

- **ARTICLE XIII**

- **Indemnification of Officers, Directors, Employees and Agents**

The Board of Directors, officers, employees and agents of the Corporation will be indemnified and held harmless by the Corporation and its shareholders from and against any and all claims of any nature, whatsoever, arising out of the individual's participation in the affairs of the Corporation. The Board of Directors, officers, employees and agents of the Corporation will not be entitled to indemnification under this section for liability arising out of gross negligence or willful misconduct of the individual or the breach by the individual of any provisions of this Agreement.

- **ARTICLE XIV**

- **Limitation of Liability**

The Board of Directors and officers of the Corporation will not be personally liable to the Corporation or its shareholders for any mistake or error in judgment or for any act or omission believed in good faith to be within the scope of authority conferred or implied by the Articles of Incorporation or by the Corporation. The Board of Directors and officers will be liable for any expenses or damages incurred by the Corporation or its shareholders resulting from any and all acts or omissions involving fraud or intentional wrongdoing.

**Filer Contact Information**

In case of filing difficulties, please contact:

Name of Filer: Alfonso J Reyes

Telephone Number: 800-738-7139

Address: 12717 W Sunrise Blvd Ste 396, Sunrise, Florida, 33323



The date of each amendment(s) adoption: October 18, 2010  
(date of adoption is required)

Effective date if applicable: \_\_\_\_\_  
(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 10/9/2010

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)

Alfonso J Reyes  
(Typed or printed name of person signing)

President  
(Title of person signing)