

P.10000034667

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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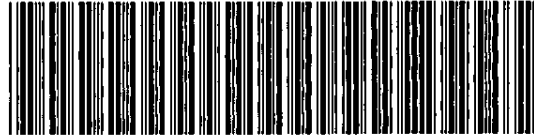
(Business Entity Name)

(Document Number)

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FAX**Date:** 3/1/2012**Pages including cover sheet:** 9

To:	8502456897@rcfax.com
Phone	
Fax Number	+18502456897

From:	Steve D. Samuels
	Steve Samuels
	16425 Collins Avenue # 918
	Sunny Isles Beach
	FL 33160
Phone	+1 (305) 494-1767
Fax Number	(888) 430-3343

NOTE:

Ralph A. Samuels & Co., Inc. Document # P10000034667

st
16425 Collins Ave # 918
Sunny Isles Beach,
33160

Articles of Amendment
to
Articles of Incorporation
of

Ralph A. Samuels & Co., Inc.

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

Ralph A. Samuels & Co., Inc.

(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:

N/A

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)

N/A

C. Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

N/A

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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

Steven D. Samuels

16425 Collins Ave #918

(Florida street address)

New Registered Office Address:

Sunny Isles Beach

(City)

Florida

33160

(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:

<input checked="" type="checkbox"/> Change	<u>PT</u>	<u>John Doe</u>
<input checked="" type="checkbox"/> Remove	<u>V</u>	<u>Mike Jones</u>
<input checked="" type="checkbox"/> Add	<u>SV</u>	<u>Sally Smith</u>

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <input type="checkbox"/> Change <input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove	<u>PSTD</u>	<u>Ralph A. Samuels</u>	<u>3016 Lakewood Lane</u> <u>Hollywood, FL 33021</u>
2) <input type="checkbox"/> Change <input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove	<u>PTD</u>	<u>Steven D. Samuels</u>	<u>16425 Collins Ave #918</u> <u>Sunny Isles Beach, FL 33160</u>
3) <input type="checkbox"/> Change <input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove	<u>VSD</u>	<u>Jodi L. Samuels</u>	<u>381 East Sheridan St., Apt. 407</u> <u>Dania Beach, FL 33004</u>
4) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	<u> </u>	<u> </u>	<u> </u> <u> </u> <u> </u>
5) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	<u> </u>	<u> </u>	<u> </u> <u> </u> <u> </u>
6) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	<u> </u>	<u> </u>	<u> </u> <u> </u> <u> </u>

E. If amending or adding additional Articles, enter change(s) here:

(attach additional sheets, if necessary). (Be specific)

N/A

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

The date of each amendment(s) adoption: January 16, 2012

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 1.16.2012

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)

Steven D. Samuels

(Typed or printed name of person signing)

President

(Title of person signing)

RALPH A. SAMUELS & CO., INC.

ACTION BY CONSENT OF THE SOLE SHAREHOLDER

Pursuant to the provisions of Section 607.0704 of the Florida Business Corporation Act and the By-Laws of Ralph A. Samuels & Co., Inc., a Florida corporation (the "Corporation"), the undersigned, being the sole Shareholder of the Corporation, hereby consents to the following action and adopts the following votes, and directs that this writing be placed with the records of the meetings of the sole Shareholder of the Corporation to be treated for all purposes as votes taken at a meeting:

VOTED: That due to the passing of Ralph A. Samuels, (i) Steven D. Samuels is hereby appointed to serve as President, Treasurer and Director, and (ii) Jodi L. Samuels is hereby appointed to serve as Vice President, Secretary and Director of the Corporation effective immediately and until each of their respective successors is duly elected and qualified.

VOTED: That Steven D. Samuels be substituted as the registered agent of the Corporation.

VOTED: That Steven D. Samuels and/or Jodi L. Samuels, as substitute officers and Directors of the Corporation, be, and hereby are, authorized to execute and deliver, in the name of and on behalf of the Corporation, and to file with the Florida Department of State Division of Corporations Articles of Amendment to the Articles of Incorporation of the Corporation in conformity with the votes taken hereinabove.

VOTED: That the President and the Treasurer of the Corporation be and they hereby are authorized, on behalf of the Corporation, and in furtherance of the action and vote immediately set forth above, to perform any and all other acts and to execute and deliver any and all other documents which they, in their sole discretion, shall deem necessary or advisable.

WITNESS its hand and seal as of this 16th day of January, 2012.

SOLE SHAREHOLDER:

RALPH A. SAMUELS FAMILY TRUST

By: 
Steven D. Samuels, Trustee

By: 
Jodi L. Samuels, Trustee

By: 
Lawrence Witwak, Trustee

JL120016