

P12000000024

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2012 DEC 13 AM 11:12

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Amend NC

DEC 14 2012

T. LEWIS

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: BERENGUER + SANCHEZ DISTRIBUTION CORPORATION

DOCUMENT NUMBER: P12 000 000 024

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

Please return all correspondence concerning this matter to the following:

BERENGUER, CHRISTIAN R
(Name of Contact Person)

BERENGUER + SANCHEZ DISTRIBUTION CORPORATION
(Firm/ Company)

1800 N BAYSHORE DR # 1206
(Address)

MIAMI, FL 33132
(City/ State and Zip Code)

CHRISTIANBERENGUER@ME.COM
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

CHRISTIAN BERENGUER at (786) 246 9636
(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:

- | | | | |
|-----------------------------------------------------|------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------|
| <input checked="" type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | <input type="checkbox"/> \$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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

November 28, 2012

CHRISTIAN R. BERENGUER
BERENGUER & SANCHEZ DISTRIBUTION CORP
1800 N. BAYSHORE DRIVE, #1206
MIAMI, FL 33132

SUBJECT: BERENGUER & SANCHEZ DISTRIBUTION CORPORATION
Ref. Number: P12000000024

We have received your document for BERENGUER & SANCHEZ DISTRIBUTION CORPORATION and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The document you submitted has been prepared pursuant to nonprofit statutes (chapter 617, Florida Statutes). As the entity was originally filed as a corporation for profit, this document should be filed pursuant to chapter 607, Florida Statutes.

We are enclosing the proper form(s) with instructions for your convenience.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Thelma Lewis
Document Specialist Supervisor

Letter Number: 812A00028373

RECEIVED

12 DEC 13 AM 9:18

FLORIDA
DIVISION OF STATE
CORPORATIONS

Articles of Amendment
to
Articles of Incorporation
of

BERENGUER + SANCHEZ DISTRIBUTION CORPORATION

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

P12 000 000 024

(Document Number of Corporation (if known))

FILED
2012 DEC 13 AM 11:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:

BERENGUER 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)

SAME

N/A

C. Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

SAME

N/A

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

SAME

N/A

(Florida street address)

New Registered Office Address:

N/A

(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.

N/A

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:

<u>X</u> Change	<u>PT</u>	<u>John Doe</u>
<u>X</u> Remove	<u>V</u>	<u>Mike Jones</u>
<u>X</u> Add	<u>SV</u>	<u>Sally Smith</u>

Type of Action
(Check One)

Title

Name

Address

- | | | | |
|------------------|---------------|-----------------------------|---------------------------------------|
| 1) <u>Change</u> | <u>COO</u> | <u>SANCHEZ, MARGARITA C</u> | <u>7612 SW 129 PLACE</u> |
| <u>Add</u> | | | <u>MIAMI, FL</u> |
| <u>X</u> Remove | | | <u>33133 US</u> |
| 2) <u>Change</u> | <u>P</u> | <u>BERENGLER, JOHANN L</u> | <u>4964 SW 140 TERRACE</u> |
| <u>X</u> Add | | | <u>MIRAMAR, FL</u> |
| <u>Remove</u> | | | <u>33027 US</u> |
| 3) <u>Change</u> | <u>V</u> | <u>LOPEZ, BLANCA</u> | <u>6351 SW 112th PLACE</u> |
| <u>X</u> Add | | | <u>MIAMI, FL</u> |
| <u>Remove</u> | | | <u>33173 US</u> |
| 4) <u>Change</u> | <u> </u> | <u> </u> | <u> </u> |
| <u>Add</u> | | | <u> </u> |
| <u>Remove</u> | | | <u> </u> |
| 5) <u>Change</u> | <u> </u> | <u> </u> | <u> </u> |
| <u>Add</u> | | | <u> </u> |
| <u>Remove</u> | | | <u> </u> |
| 6) <u>Change</u> | <u> </u> | <u> </u> | <u> </u> |
| <u>Add</u> | | | <u> </u> |
| <u>Remove</u> | | | <u> </u> |

E. If amending or adding additional Articles, enter change(s) here:
(Attach additional sheets, if necessary). (Be specific)

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)

CANCELLATION OF SHARES TO FORMER COO
MARGARITA SANCHEZ.

THESE SHARES WILL BE RETURNED TO THE CORPORATION,
IT RE-DISTRIBUTED EVENLY SPLIT (50/50)
TO CEO CHRISTIAN BERENGUER AND NEW
PRESIDENT JOHANN BERENGUER.

The date of each amendment(s) adoption: 11/20/2012

Effective date if applicable: IMMEDIATELY

(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):*

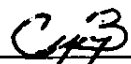
"The number of votes cast for the amendment(s) was/were sufficient for approval

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 11/20/2012

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)

CHRISTIAN R. BERENGUER

(Typed or printed name of person signing)

CEO

(Title of person signing)