

P12000003874

(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:

Office Use Only



800250834218

08/19/13--01046 --004 **35.00

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
13 AUG 19 PM 12:34

28/23

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: WERSON FL CONSULTING, INC

DOCUMENT NUMBER: P12000003874

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

Please return all correspondence concerning this matter to the following:

Hans Henning

Name of Contact Person

Werson FL Consulting, Inc.

Firm/ Company

3302 Kilmer Drive

Address

Lakeland, FL 33803

City/ State and Zip Code

global.hans@gmail.com

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

For further information concerning this matter, please call:

Hans Henning

Name of Contact Person

at 863

603-3684

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

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

13 AUG 19 PM 12:34

Werson FL Consulting, Inc

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

P12000003874

(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

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

(Florida street address)

New Registered Office 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

(Attach additional sheets, if necessary)

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.

X Change PT John Doe

X Remove V Mike Jones

X Add	SV	Sally Smith
-------	----	-------------

Title

Name

Address

1) Change

D

Hans Henning

3302 Kilmer Drive

X Add

Lakeland, FL 33803

Remove

2) Change

Add

Remove

3) Change

Add

 Remove

4) Change

 Add

Remove

5) Change

 Add

Remove

6) Change

Add

Remove

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: July 29, 2013, if other than the date this document was signed.

Effective date if applicable: July 29, 2013
(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

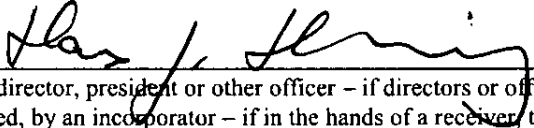
by _____."
(voting group)

☒ 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 August 5, 2013

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)

Hans Henning

(Typed or printed name of person signing)

Director of Finance

(Title of person signing)

Note: Copy of Corporate Resolution attached

WERSON FLORIDA CONSULTING, INC.

3302 Kilmer Drive, Lakeland, FL 33803, USA Tel: 863.603.3684, or +44-790.353.5409

RESOLUTION OF BOARD OF DIRECTORS

At a meeting of the Directors of WERSON FLORIDA CONSULTING, INC. held July 29, 2013, at the offices of the Corporation in Luton, United Kingdom, in accordance with the Articles of Incorporation/Association, and at which were present Werner Trepper, President, Monika Trepper, Director and Svenja Trepper, Director by phone.

Upon motion made and carried, Reading of Minutes was waived and motion was brought before the board regarding appointment of Hans J. Henning as Director of Finance and Corporate Representative for the corporation. After brief discussion, motion was made, duly seconded and unanimously carried to accept the recommendation. It was **RESOLVED** that Hans J. Henning, with passport # C4FXRKHFC9D (Germany), be appointed as **Finance Director and Corporate Representative for the Corporation** and is granted full authority and directed to negotiate the capitalization of a placer mining project in East Central Arizona and execute and enter into a Contract for Funding, if needed utilizing our beneficially owned asset, - a series of Placer Mining Claims -, as collateral/security for the transaction, while always keeping the best interest of the corporation in mind, limiting risks and safeguarding corporate ownership of the claims as much as possible.

Further, Mr. Henning, as Director of Finance is directed and empowered to open/close and manage bank accounts, sign for and authorize credit line agreements, enter into fee agreements as necessary, to make deposits, transfers, and issue or receive payments in connection with the project, always acting in the best interest of the company and its requirements. The Finance Director shall report to the President or his designee on a bi-weekly basis and operate with the consent of the Board and at its pleasure.

The necessary power and authority required to undertake this task is hereby granted to Mr. Hans J. Henning as our Director of Finance and Corporate Representative, as set forth above and the appointment shall be effective immediately.

RESOLVED, that the named Director shall have the authority so empowered by this resolution. **WE HEREUNDER EXECUTE OUR HANDS AND SEAL, AS OF TODAY'S DATE, July 29th, 2013.**

Affirmed for the corporation by:



Werner Trepper, President
Passport C2WLG7W7L (German)



Monika Trepper, Director
Passport C2WLZRVV9 (German)

attachment to Amendment of Articles of Incorporation