

P12000067803

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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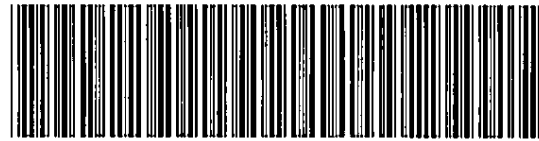
(Business Entity Name)

(Document Number)

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*Amend*

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**COVER LETTER**

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: Antigua College International, Inc

DOCUMENT NUMBER: P12000067803

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

Please return all correspondence concerning this matter to the following:

Wirlen Antigua

\_\_\_\_\_  
Name of Contact Person

Antigua College International, Inc.

\_\_\_\_\_  
Firm/ Company

7823 NW 116th Pl

\_\_\_\_\_  
Address

Medley, FL 33178

\_\_\_\_\_  
City/ State and Zip Code

AWirlen2@gmail.com  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Wirlen Antigua

at ( 305 ) 710-3653

\_\_\_\_\_  
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:

☒ \$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

15 OCT -9 PM 6:16

2019 OCT -9 PM 1:28

RECEIVED

Articles of Amendment  
to  
Articles of Incorporation  
of

Antigua College International, Inc.

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

P12000067803

(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**)

7823 NW 116th Pl

Medley, FL 33178

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

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

7823 NW 116th Pl

Medley, FL 33178

**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

Wirlen Antigua

7823 NW 116th Pl

(Florida street address)

New Registered Office Address:

Medley

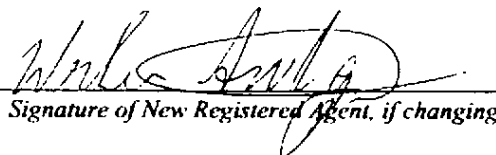
, Florida 33178

(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

6) ☐ Change \_\_\_\_\_

☐ Add \_\_\_\_\_

☐ Remove \_\_\_\_\_

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

*(Attach additional sheets, if necessary). (Be specific)*

This amendment is to correct the previous changes that were made illegally, as evidenced by the lack of documentation to support the proof of corporate meeting minutes, proof of delivery for all shareholders, the meeting minutes for all meetings, and member's votes recorded. Additionally, the share valuation distribution and share buyout of shareholders. A review of the attorneys letter with the dates and illegal changes will provide a clearer understanding of events. Based on the evidence of fraud committed by Diony Antigua, he will be removed for cause from the corporation.

**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

October 1, 2019

The date of each amendment(s) adoption: \_\_\_\_\_, if other than the date this document was signed.

Effective date if applicable: \_\_\_\_\_  
(no more than 90 days after amendment file date)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

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.

October 1, 2019  
Dated \_\_\_\_\_

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)

Wirlen Antigua

(Typed or printed name of person signing)

President

(Title of person signing)



Ronald P. Glantz  
Also admitted in DC & NY Bars

Wendy Newman Glantz  
Board Certified  
Marital & Family Law  
Family Law Mediator

April 16, 2019  
**VIA U.S. REGULAR MAIL**

Antigua College International  
Attention: Diony Antigua  
14505 Commerce Way, Suite 522  
Miami Lakes, FL 33016

**RE: Our Client: Wirlen A. Antigua**  
**Our File Number: 1019976**

Dear Mr. Antigua:

The Law Firm of Glantzlaw is writing to you on behalf of the above-named client. Our client has advised us that on August 6, 2012, Antigua College International was incorporated by Wirlen A. Antigua, as President; Diony Antigua as Vice President; Jose Antigua, Secretary; and Nerquin Antigua, Treasurer for the purpose of opening a college, a concept you all had been developing for years. (evidenced by #1)

On April 23, 2013, the Florida Profit Corporation Annual Report was filed, and remained with Wirlen A. Antigua, as President, Diony Antigua as Vice President, and Nerquin Antigua, Treasurer. (evidenced by #2)

On February 5, 2014, Nerquin Antigua was reinstated as Treasurer. (evidenced by #3)

On July 20, 2015, Jose Antigua Took over as registered agent, and made the following changes to the corporation. Jose Antigua was installed President; Diony Antigua; Vice President, Nerquin Antigua was reinstated as Treasurer; and Wirlen A. Antigua was recorded as Secretary. The square was checked and the amendment(s) were adopted by the shareholders. The number of votes cast for the amendment by the shareholders were sufficient for approval, signed by Diony Antigua. (evidenced by #4)

On September 21, 2015, Mr. Wirlen Antigua was removed from the corporation, the square was checked that the amendment(s) were adopted by the shareholders. The number of votes cast for the amendment by the shareholders were sufficient for approval, signed by Diony Antigua. (evidenced by #5)

Mr. Antigua's ownership rights were removed without notice of shareholder discussion meeting or vote or buyout payment. (Evidenced by #6 Unsigned letter Received by mail 9.25.15)

On March 15, 2016 the Florida Profit Corporation Annual Report was filed with Jose Antigua, President, Diony Antigua, Vice President Wirlen Antigua was added as Secretary, and Nerquin Antigua as Treasurer. (evidenced by #7)

Mr. Wirlen Antigua's name and title were illegally added to the corporation for the sole purpose of creating a quorum to remove the ownership rights of Mr. Nerquin Antigua without his knowledge or approval.

**VIA U.S. REGULAR MAIL**

Antigua College International

April 16, 2019

Page Two

On June 21, 2016 an amendment to the Articles of Incorporation was filed, and Nerquin Antigua was removed from the corporation, the square was checked that the amendment(s) were adopted by the shareholders. The number of votes cast for the amendment by the shareholders were sufficient for approval, signed by Diony Antigua. Mr. Wirlen Antigua's status is not addressed as remaining or removed in this document. (evidenced by #8)

A second amendment was recorded on this date with Diony Antigua (Treasurer) and Jose Antigua (President). (evidenced by #9)

On September 22, 2016 an amendment to the Articles of Incorporation was filed with only Diony Antigua as President, Vice President and Treasurer. No document on file of the removal of Jose Antigua no proof of shareholder meeting etc. (evidenced by #10)

On April 6, 2017 Florida Profit Corporation Annual Report continues with only Diony Antigua as President, Vice President and Treasurer. (evidenced by #11)

On February 1, 2018 Florida Profit Corporation Annual Report continues with only Diony Antigua as President, Vice President and Treasurer. (evidenced by #12)

Based on the aforesaid series of events, and documents it appears that this corporation has been purposely and illegally changed by Mr. Diony Antigua for the sole purpose of defrauding shareholders, owners and founders, and establishing Mr. Diony Antigua as the sole owner of Antigua College International.

Because Mr. Wirlen Antigua was wrongfully removed from the corporation, he retains all rights as a shareholder. As such, please provide the notice of corporate meeting addressed with proof of delivery for all shareholders, the meeting minutes for all meetings, and member's votes recorded. Please provide proof of the corporate buy back of Mr. Nerquin and Mr. Wirlen Antigua's shares, and the basis for their valuation as well as the new distribution of stock certificates. Additionally, please provide any proof of Mr. Wirlen Antigua's signature with his approval of this corporate change.

Your failure to provide all of the above documentation within 14 days of your receipt of this matter shall constitute a refusal on your part to amicably resolve this matter. We will, therefore, have no choice but to advise our client as to all avenues available under the law to compel production of the aforesaid documents, and pursue you for all damages, including attorney's fees and costs.

**PLEASE BE GOVERNED ACCORDINGLY.**

Very truly yours,

**GLANTZLAW**

BY: 

**KELLY L. KESTER, ESQUIRE**

KLK/ tjp