

P12000671466

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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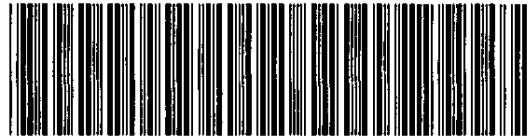
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

NOV 14 2012  
C. LEMBOUX

**COVER LETTER**

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: Patriot Preservation Inc.

DOCUMENT NUMBER: P12000071466

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

Please return all correspondence concerning this matter to the following:

Jason McCabe  
Name of Contact Person  
Patriot Preservation Inc.  
Firm/ Company  
7242 Buckles Ford Dr  
Address  
Riverview, FL 33578  
City/ State and Zip Code  
jmccabe@patriotpreservation.com  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Jason McCabe at ( 813 ) 442-1313  
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  
SM (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

Patriot Preservation Inc.

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

P12000071466

(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:**

NA

*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**)

NA

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

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

NA

**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

NA

(Florida street address)

New Registered Office Address:

(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.*

Signature of New Registered Agent, if changing

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TALLAHASSEE, FLORIDA

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:

☒ Change      PT      John Doe

☐ Remove      V      Mike Jones

☒ Add      SV      Sally Smith

Type of Action (Check One)	Title	Name	Address
1) <input type="checkbox"/> Change <input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove	<u>D</u>	<u>Robert Wharton</u>	<u>7242 Bucks Ford Dr</u> <u>Riverview FL 33578</u> <u>US</u>
2) <input checked="" type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	<u>S</u>	<u>Julian Demarco</u>	<u>7242 Bucks Ford Dr</u> <u>Riverview FL 33578</u> <u>US</u>
3) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____	_____ _____ _____
4) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____	_____ _____ _____
5) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____	_____ _____ _____
6) <input type="checkbox"/> Change <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)

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)

The option to purchase two (2) additional  
Shares will come available to Julian Demarco  
when the Company has reimbursed in full  
the startup capital. The two Shares will be  
at \$0.01 each.

The date of each amendment(s) adoption: August 20, 2012  
Effective date if applicable: August 20, 2012  
(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 September 6, 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)

Jason McCabe  
(Typed or printed name of person signing)

President  
(Title of person signing)

**ACTION BY WRITTEN CONSENT  
OF INCORPORATOR  
OF  
Patriot Preservation Inc.,  
A Florida Corporation,  
August 23, 2012**

The undersigned, acting as incorporator of Patriot Preservation Inc., a Florida corporation (the "Corporation"), does hereby approve and adopt the following resolutions by this written consent (this "Written Consent") pursuant to the laws of the state of Florida, which shall be effective upon the commencement of the Corporation's existence.

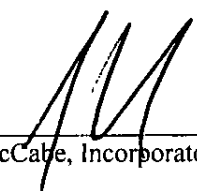
The Board of Directors of the Corporation shall consist of two (2) directors.  
Each person named below is hereby elected to serve as a director of the corporation until such time as his or her successor is duly elected and qualified.

Jason McCabe  
Julian DeMarco

The officers of the Corporation, as elected by the Corporation's Board of Directors, are authorized and directed to insert a copy of this Written Consent in the minute book of the Corporation.

The undersigned, the incorporator of the Corporation, hereby resigns as the incorporator of the Corporation, effective immediately following his or her execution of this written consent below.

IN WITNESS WHEREOF, the undersigned, being the incorporator of the Corporation, executes this Written Consent as of the date set forth above.

  
\_\_\_\_\_  
Jason McCabe, Incorporator

**ACTION BY UNANIMOUS WRITTEN CONSENT IN  
LIEU OF FIRST MEETING OF THE BOARD OF DIRECTORS  
OF INCORPORATOR  
OF  
Patriot Preservation Inc.,  
A Florida Corporation,**

The undersigned, constituting all of the members of the board of directors (the "Board") of Patriot Preservation Inc., a Florida corporation (the "Corporation"), in lieu of holding a meeting of the Board do hereby approve and adopt the following resolutions by this unanimous written consent ("Written Consent") pursuant to the laws of the state of Florida.

Adoption of Bylaws

RESOLVED, that the bylaws presented to the Board and attached hereto are adopted as the bylaws of the Corporation ("Bylaws") and amend, restate, and supersede the Corporation's prior existing bylaws, if any, in their entirety.

Stock Issuance

RESOLVED, that the Corporation is hereby authorized to issue and sell shares of common stock of the Corporation, \$0.01 par value (the "Shares"), to each person named below in exchange for the indicated capital contribution listed below.

<u>Name of Shareholder</u>	<u>Number of Shares</u>	<u>Capital Contribution (\$)</u>
Jason McCabe	51	\$0.51 (Cash)
Julian DeMarco	49	\$0.49 (Cash)

FURTHER RESOLVED, that the consideration to be received for the above-mentioned Shares is adequate and approved, and that, upon receipt of such contribution and final copies of all appropriate documentation required by Corporation, the officers of the Corporation are hereby authorized to execute and deliver to each person named above a certificate representing the number of Shares set forth above, and such Shares shall be validly issued, fully paid and non-assessable common stock of the Corporation.

Election of Officers

RESOLVED, that the following individuals are hereby elected to serve in the offices of the Corporation set forth opposite their respective names until their respective successors are duly elected and qualified or their earlier resignation or removal:

President:	Jason McCabe
Treasurer:	Jason McCabe
Secretary:	Julian DeMarco



Vice-President: Jason McCabe

Corporate Documents and Proceedings

RESOLVED, that the officers of the Corporation are hereby authorized and directed to procure all corporate books, books of account and stock books which may be required by the laws of Florida or of any foreign jurisdiction in which the Corporation may do business or which may be necessary or appropriate in connection with the business of the Corporation.

FURTHER RESOLVED, that the officers of the Corporation are authorized and directed to maintain a minute book containing the minutes of any and all meetings and actions of the Board, Board committees and the Corporation's shareholders, together with such other documents, including this Written Consent, as the Corporation, the Board or the Corporation's shareholders shall from time to time direct.

FURTHER RESOLVED, that the Secretary of the Corporation is authorized and instructed to insert a copy of the Articles of Incorporation of the Corporation as filed in the office of the Florida Secretary of State and certified by the Florida Secretary of State and a copy of the Bylaws, as each such document is amended from time to time, in the minute book of the Corporation.

FURTHER RESOLVED, that the Corporation shall have a corporate seal in the form of two concentric circles with the name of the Corporation between the two circles and the year of incorporation and Florida within the inner circle.

FURTHER RESOLVED, that the form of stock certificate has been presented to the Board for review and is hereby approved and adopted as the form stock certificate of the Corporation and the Secretary is directed to insert a specimen of such stock certificate in the minute book of the Corporation.

FURTHER RESOLVED, that the Secretary of the Corporation is hereby authorized and directed to insert a copy of the Bylaws as amended from time to time in the minute book of the Corporation and to see that a copy is kept at the principal executive office for the transaction of business of the Corporation.

FURTHER RESOLVED, that all actions taken by the Corporation's incorporator LegalZoom.com, Inc. and/or its agents, in connection with the formation of the Corporation are hereby in all respects approved, ratified and affirmed for and on behalf of the Corporation.

Annual Accounting Period

RESOLVED, that until otherwise determined by the Board the fiscal year of the Corporation shall end on December 31.

Principal Executive Office

RESOLVED, that the principal executive office of the Corporation shall be located at 7242 Bucks Ford Dr., Riverview, Florida 33578.

Bank Account

RESOLVED, that the officers of the Corporation are hereby authorized to establish an account in the name of the Corporation with any federally insured depository institution and complete, execute and deliver any and all documents as may be reasonably required by any such depository institution to establish any such account including, but not limited to, standard signature card and/or form banking resolutions.

RESOLVED FURTHER, that standard form resolutions as may be reasonably required by any such depository institution to be adopted by this Board in connection with the establishment of such account are hereby deemed adopted as resolutions of this Board pursuant to this Written Consent with the same force and effect as if presented to the Board and adopted thereby on the date of this Written Consent, as to which the Secretary may certify and that any depository institution that receives a copy of these resolutions from the Corporation that is certified by the Secretary is entitled to rely thereon for all purposes to establish appropriate accounts in Corporation's name until such depository instruction is otherwise notified by Corporation.

Qualification to do Business

RESOLVED, that for the purpose of authorizing the Corporation to do business under the laws of any state, territory or possession of the United States or of any foreign country in which it is necessary or convenient for the Corporation to transact business; the officers of the Corporation are hereby authorized in the name and on behalf of the Corporation to take such action as may be necessary or advisable to effect the qualification of the Corporation to do business as a foreign corporation in any of such states, territories, possessions, or foreign countries and in connection therewith to appoint and substitute all necessary agents or attorneys for service of process, to designate or change the location of all necessary statutory offices, and to execute acknowledge, verify, deliver, file or cause to be published any necessary applications, papers, certificates, reports, consents to service of process, power of attorney and other instruments as may be required by any of such laws and, whatever it is expedient for the Corporation to cease doing business and withdraw from any such state, territory, possession or foreign country, to revoke any appointment of agent or attorney for service of process and to file such applications, papers, certifications, reports, revocations of

Appointment or surrender of authority as may be necessary to terminate the authority of the Corporation to do business in any such state, territory, possession or foreign country.

RESOLVED FURTHER, that any resolutions which in connection with the foregoing shall be certified by the Secretary of the Corporation as having been adopted by the Board pursuant to this Written Consent shall be deemed adopted pursuant to this Written Consent with the same force and effect as if presented to the Board and adopted thereby on the date of this Written Consent, and shall be included in the minute book of the Corporation.

#### Payment of Expenses

RESOLVED, that the officers of the Corporation are hereby authorized and directed to pay all expenses arising out of the incorporation and formation of the Corporation, including reimbursing any person for such person's verifiable expenses therefor.

#### Agent for Service of Process

RESOLVED, that Jason McCabe, 7242 Bucks Ford Dr., Riverview, Florida 33578 shall be appointed the Corporation's agent for service of process.

#### Subchapter S Election

RESOLVED, that the Corporation shall elect to be taxed as a "small business corporation" under Subchapter S of the Internal Revenue Code, as amended and under the parallel provisions of the laws of the state of Florida and the officers of the Corporation are hereby authorized and directed to complete and file all proper and necessary documentation and take all appropriate actions necessary for such election including, but not limited to, obtaining the consent of each shareholder of the Corporation to such Subchapter S election.

#### General Authorization

RESOLVED, that the officers of the Corporation are, and each of them hereby is, authorized empowered and directed, in the name of and on behalf of the Corporation, to make all others arrangements and to take all further action, including the payment of expenditures and preparation of officer's certificates or any other documents, as the officer deems necessary or appropriate in order to fully effectuate the purposes of the foregoing resolutions.

RESOLVED, that any and all actions taken by any officer of the Corporation in connection with the matters contemplated by the foregoing resolutions are hereby approved, ratified and confirmed in all respects as fully as if such actions had been presented to the board of approval prior to such actions being taken.

IN WITNESS WHEREOF, the undersigned, being all the directors of the Corporations, execute(s) this Written Consent as of the date set forth below.

IN WITNESS WHEREOF, this consent has been executed as of the date below.

Date: 9-27-12

\_\_\_\_\_  
Jason McCabe

\_\_\_\_\_  
Julian DeMarco