

P/3000049893

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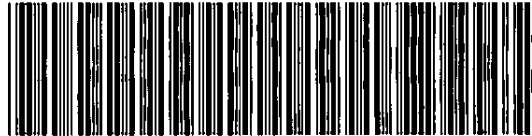
(Business Entity Name)

(Document Number)

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Amendment

1. ARTIC SOLAR INC.

(CORPORATE NAME AND DOCUMENT #)

2. \_\_\_\_\_  
(CORPORATE NAME AND DOCUMENT #)

3. \_\_\_\_\_  
(CORPORATE NAME AND DOCUMENT #)

4. \_\_\_\_\_  
(CORPORATE NAME AND DOCUMENT #)

5. \_\_\_\_\_  
(CORPORATE NAME AND DOCUMENT #)

6. \_\_\_\_\_  
(CORPORATE NAME AND DOCUMENT #)

**SPECIAL INSTRUCTIONS:**

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FILED  
16 OCT 31 AM 9:38  
SECRETARY OF STATE  
FLORIDA  
ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
ARTIC SOLAR INC.

1. The name of the corporation is ARTIC SOLAR INC., (the "Corporation") having FSOS Document Number: P1300049893.

2. Article IV of the Articles of Incorporation of the Corporation is hereby amended in its entirety to read as follows:

ARTICLE IV

(a) Classes and Number of Shares. The total number of shares of all classes of capital stock that the Corporation shall have authority to issue is fifteen million (15,000,000) consisting of (i) five million (5,000,000) shares of Class A Common Stock, \$1.00 par value, and (i) five million (5,000,000) shares of Class B Common Stock, \$1.00 par value, and (iii) five million (5,000,000) shares of Preferred Stock, \$1.00 par value per share, each having the rights set forth in this Article IV. The authorized number of shares of any class of capital stock may be increased or decreased (but not below the number of shares then outstanding) by the affirmative vote of the holders of a majority of the shares of capital stock of the Corporation entitled to vote on the matter and, except as many otherwise be provided in these Articles of Incorporation as they may be amended from time to time. Except as may be required by a series of Preferred Stock or by applicable law, no separate vote of such class of capital stock, the authorized number of which is to be increased or decreased, shall be necessary to effect such change.

(b) Preferred Stock. The Board of Directors of the Corporation is hereby authorized by resolution or resolutions thereof to provide, out of the unissued shares of Preferred Stock, a series a Preferred Stock and, with respect to such series, to fix the number of shares constituting such series and the designation of such series, the voting and other powers (if any) of the shares of such series, and the preferences and any relative participating, optional or other special rights and any qualifications, limitations or restrictions thereof, of the shares of such series. The powers, preferences and relative participating, optional or other special rights of each series of Preferred Stock, and the qualifications, limitations or restrictions thereof, may differ from those of any and all other series of Preferred Stock at any time outstanding.

(c) Voting.

(1) Each holder of Class A Common Stock shall be entitled to one vote for each share of Class A stock held of record by such holder on all matters in which shareholders generally are entitled to vote, except as may otherwise be provided in these Articles of Incorporation including any certificates filed with the Secretary of State of Florida establishing the terms of the series of preferred stock or by the Florida Business Corporation Act.

(2) Except as required by law, the holders of Class B Common Stock shall not be entitled to vote on any matter submitted for shareholder action, and the consent of the holders thereof shall not be required for the taking of any corporate action.

(3) The holder of any series of Preferred Stock shall be entitled to any voting powers as provided in the certificates creating such shares.

(d) Conversion of Class B Common Stock. Each share of Class B Common Stock shall be convertible into one (1) share of Class A Common Stock by action of the Board of Directors at any time and shall convert automatically upon a merger involving the Corporation in which the Corporation is not the surviving entity, or upon a sale of substantially all of the assets of the Corporation.

3. The foregoing amendment was adopted by all of the shareholders and directors of the Corporation on October 28, 2016 by written consent pursuant to the Florida Business Corporation Act.

4. The foregoing amendment shall become effective upon filing with the Secretary of State of the State of Florida.

IN WITNESS WHEREOF, the undersigned officer of the aforesaid corporation has executed these Articles of Amendment this 31st day of October, 2016.

ARTIC SOLAR INC.



By \_\_\_\_\_  
William Guiney, President