

P13000052234

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

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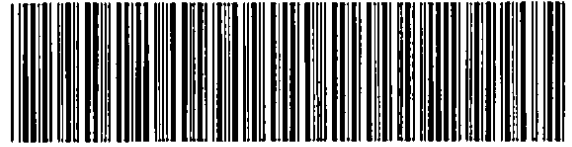
(Business Entity Name)

(Document Number)

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2021 JUN 18 PM 12:58

Amend

JUL 20 2021

ALBRITTON

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: CIGAR REPUBLIC USA, Inc.

DOCUMENT NUMBER: P13000052234

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

Please return all correspondence concerning this matter to the following:

Laurence Black
Name of Contact Person
LAW OFFICES OF Laurence Black P.A.
Firm/ Company
3326 NE 33 ST.
Address
FT. LAUDERDALE, FL. 33308
City/ State and Zip Code
LB @ LBLACK.COM
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Laurence Black at (954) 566-5070
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
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

Articles of Amendment
to
Articles of Incorporation
of

CIGAR REPUBLIC USA, INC.

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

P13000052234

(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:

_____ 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)

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C. Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

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

Check if applicable

☐ The amendment(s) is/are being filed pursuant to s. 607.0120 (11) (c), F.S.

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) ☐ Change

P, T, D

NICOLÒ MARIAMMI

3349 E. OAKLAND PK
PLM. FT. LAUD. FL
33308

☒ Add

☐ Remove

2) ☐ Change

P, T, D

GILVANETTE MARIAMMI

1828 NW 48 TERRA
COCONUTCREAK, FL 33063

☐ Add

☒ Remove

3) ☐ Change

☐ Add

☐ Remove

4) ☐ Change

☐ Add

☐ Remove

5) ☐ Change

☐ Add

☐ Remove

6) ☐ Change

☐ Add

☐ Remove

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

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

This image shows a single sheet of white paper with horizontal ruling lines. The lines are evenly spaced and run across the width of the page. There is no handwriting or other markings on the paper.

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)

Prepared By and Return to
Law office of
LAWRENCE E. BLACKE, P.A.
3326 N.E. 33rd Street
Fort Lauderdale, FL 33308
(954) 566-5070

ASSIGNMENT OF STOCK INTEREST

KNOWN ALL BY THESE PRESENTS, that **Gilvanette Mariani** (hereinafter ASSIGNOR) has an interest in certain authorized issued and outstanding shares of the Florida Corporation, **Cigar Republic USA, Inc.** Such interest comprises 100% percent of the authorized and outstanding shares of the Corporation, and they have been issued.

ASSIGNOR, this day, in consideration of the sum of Ten (\$10.00) Dollars and other good and valuable consideration namely the terms and conditions of a marital settlement agreement dated July 9, 2020, receipt of which is hereby acknowledged, has granted, bargained, sold, assigned, transferred, and given to **Nicolo Mariani** as ASSIGNEE all of my right, title, interest and ownership of such interest in rights to the stock in **Cigar Republic USA, Inc.** a Florida Corporation.

This assignment of stock is subject to and contingent upon Assignee obtaining a Substitution of Personal Guarantor on any and all outstanding Promissory Notes and other obligations of the Corporation.


Further Assignee holds Assignor harmless and shall indemnify Assignor from any and all claims of any nature as a result of her continued exposure to liability under the above described Notes.

IN WITNESS WHEREOF, the ASSIGNOR and the ASSIGNEE have caused these presents to be signed by them this 31st day of December, 2020.

Signed in the presents of:

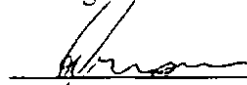


Alex Blacke




Betty McGlohn

Assignor:



Gilvanette Mariani

Assignee



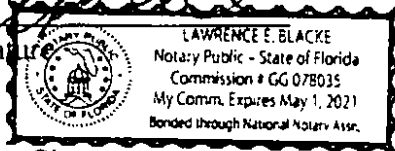
Nicolo Mariani

STATE OF FLORIDA
COUNTY OF BROWARD

I HEREBY CERTIFY that on this day, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared Gilvantette Mariani as Assignor and Nicolo Mariani as Assignee known to me to be the persons described in and who executed the foregoing instrument, who acknowledged before me that they executed the same, that I relied upon the following form of identification of the above named person:

Witness my hand and official seal in the County and State last aforesaid this 21st day of
October, 2020.

Notary Signature



Printed Notary Signature

The date of each amendment(s) adoption: 2-9-21, if other than the date this document was signed.

Effective date if applicable: 2-9-21
(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 incorporators, or board of directors without shareholder action and shareholder action was not required.

☐ 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)

Dated 2-9-21

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)

Nicolo Mariani
(Typed or printed name of person signing)

President
(Title of person signing)