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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION
OF
KURE CORP.

CERTIFICATE OF DESIGNATION, PREFERENCES, AND RIGHTS OF
10% SERIES A CONVERTIBLE PREFERRED STOCK

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Pursuant to Sections 607.1002 and 607.0602 of the Florida Business Corporation Act ("FBCA"), the undersigned Chief Executive Officer of Kure Corp. (the "Corporation"), a company organized and existing under the laws of the State of Florida, certifies that pursuant to the authority contained in the Corporation's Articles of Incorporation and in accordance with the provisions of the resolution creating a series of the class of the Corporation's authorized Preferred Stock designated as 10% Series A Convertible Preferred Stock does hereby certify:

FIRST: The Articles of Incorporation of the Corporation authorizes the issuance of fifty million (50,000,000) shares of common stock, par value \$0.001 per share (the "Common Stock") and five million (5,000,000) shares of preferred stock par value \$0.001 per share (the "Preferred Stock"), and further, authorizes the Board of Directors of the Corporation, by resolution or resolutions, at any time and from time to time, to divide and establish any or all of the shares of Preferred Stock into one or more series and, without limiting the generality of the foregoing, to fix and determine the designation of each such share, and its preferences, conversion rights, cumulative, relative, participating, optional, or other rights, including voting rights, qualifications, limitations, or restrictions thereof.

SECOND: By unanimous written consent dated September 29, 2016 the directors approved the designation of Two Thousand (2,000) shares of the Preferred Stock as 10% Series A Convertible Preferred Stock ("Series A Stock") and authorized the issuance of the Series A Stock. The designations, powers, preferences and rights, and the qualifications, limitations or restrictions hereof, in respect of the Series A Stock shall be as hereinafter described.

Accordingly, "Article IV" of the Articles of Incorporation of this Corporation is amended to include the following:

10% Series A Convertible Preferred Stock

1. **Designation and Number of Shares.** There shall be a series of Preferred Stock that shall be designated as "10% Series A Convertible Preferred Stock," and the number of shares constituting such series shall be Two Thousand (2,000) shares. Such number of shares may be increased or decreased by resolution of the Board of Directors; provided, however, that no decrease shall reduce the number of shares of Series A Stock to less than the number of shares then issued and outstanding plus the number of shares issuable upon exercise of outstanding rights, options or warrants or upon conversion of outstanding securities issued by the Corporation. The stated value shall be \$10,000 per share ("Stated Value").
2. **Ranking.** The Series A Stock shall rank senior to all other classes of the Corporation's Common Stock and any class or series of capital stock of the Corporation hereafter created, in each case as to the distribution of assets upon liquidation, dissolution or winding up of the Corporation. All classes of the Corporation's Common Stock and any class or series of capital stock of the Corporation hereafter created shall be referred to as "Junior Securities".
3. **Liquidation.** Upon any liquidation, dissolution or winding up of the Corporation, whether voluntary or involuntary ("Liquidation"), the holders of record of the shares of the Series A Stock shall be entitled to receive assets and funds prior to all classes of the Junior Securities. The amount of the preference shall be equal to the return of the capital invested. If, upon such

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Liquidation, the assets of the Corporation available for distribution to the holders of Series A Stock shall be insufficient to permit payment in full to the holders of the Series A Stock, then the entire assets and funds of the Corporation legally available for distribution to such holders then outstanding shall be distributed ratably among the holders of the Series A Stock based upon the proportion the total amount distributable on each share upon Liquidation bears to the aggregate amount required to be distributed, but for the provisions of this sentence, on all shares of the Series A Stock. The foregoing notwithstanding, the holders of the Series A Stock shall be entitled to the greater of the return of the capital invested or the amount it would receive on conversion to Common Stock.

4. Dividends. Holders of the Series A Stock shall be entitled to the payment of a 10% dividend payable in cash or shares of the Corporation's Common Stock, at the sole discretion of the Corporation. In the event dividends are paid in shares of the Corporation's Common Stock, such share dividends shall be paid at an annual rate of six hundred and sixty seven (667) shares of Common Stock (which may be rounded up) for each share of Series A Stock. Dividends shall be payable annually the tenth business day of January and prorated for any partial year.
5. Conversion Rights.
 - (a) Voluntary Conversion. Each holder of record of shares of Series A Stock may convert all or part of the Series A Stock into shares of Common Stock at any time prior to the Automatic Conversion Date (as defined below) together with accrued but unpaid dividends as follows: for each share of Series A Stock, the holder is entitled to six thousand six hundred sixty-seven (6,667) shares of Common Stock ("Voluntary Conversion Formula").
 - (b) Fixed Date Automatic Conversion. The provisions of 5(a) notwithstanding, each outstanding share of Series A Stock shall automatically be converted together with accrued but unpaid dividends thereon into shares of Common Stock on June 30, 2019 (the "Fixed Date Automatic Conversion Date") without any further action of the holder. On the Fixed Date Automatic Conversion Date each holder of then outstanding shares of Series A Stock will receive such number of shares of Common Stock as shall equal the greater of: (i) 6,667 shares of Common Stock for each share of Series A Stock outstanding immediately prior to the Fixed Date Automatic Conversion Date; or (ii) such number of shares of Common Stock as is determined by multiplying the Stated Value by a quotient of which the numerator is ten times the Adjusted Cash Flow and the denominator is the number of shares of Common Stock outstanding immediately prior to the Fixed Date Automatic Conversion Date (the "Fixed Date Automatic Conversion Formula"); *provided, however*, that the maximum number of shares of Common Stock which may be issued under this subsection 5(b)(ii) shall be 20,000 shares for each share of Series A Stock so converted. When used herein, "Adjusted Cash Flow" shall mean cash flow inclusive of all franchise fees and before interest, taxes, depreciation and amortization) based on the audited financial statements of the Corporation (or unaudited, if no audited financial statements are available) for the fiscal year 2018. By way of illustration, assuming 18,000,000 shares of Common Stock are outstanding, if Adjusted Cash Flow is \$3,000,000, then the holder would receive 6,667 shares of Common Stock for each share of Series A Stock converted under subsection (i) above; if the Adjusted Cash Flow is \$1,500,000, then the holder would receive 12,000 shares of Common Stock for each share of

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Series A Stock converted under subsection (ii) above (\$10,000 divided by $(10 \times 1,500,000) / 18,000,000$).

- (c) COC Automatic Conversion. The provisions of 5(a) notwithstanding, in the event of a "Change of Control" (as defined below) prior to the Fixed Date Automatic Conversion Date, each outstanding share of Series A Stock shall automatically be converted, together with accrued but unpaid dividends thereon, into shares of Common Stock immediately prior to the consummation of the Change of Control (the "COC Automatic Conversion Date") (the Fixed Automatic Conversion Date and COC Automatic Conversion Date, collectively, "Automatic Conversion Date") without any further action of the holder. On the COC Automatic Conversion Date each holder of then outstanding shares of Series A Stock will receive such number of shares of Common Stock as shall equal the greater of: (i) 6,667 shares of Common Stock for each share of Series A Stock outstanding immediately prior to the COC Automatic Conversion Date; or (ii) such number of shares of Common Stock as is determined by multiplying the Stated Value by a quotient of which the numerator is the enterprise value established in good faith by the Corporation and the third party(ies) in the transaction which will result in the Change of Control and the denominator is the pro forma number of shares of Common Stock outstanding of the surviving entity immediately after the Change of Control (the "COC Automatic Conversion Formula") (the Fixed Date Automatic Conversion Formula and COC Automatic Conversion Formula, collectively, the "Automatic Conversion Formula"); *provided, however*, that the maximum number of shares of Common Stock which may be issued under this subsection 5(c)(ii) shall be 20,000 shares for each share of Series A Stock so converted. When used herein, "Change of Control" shall mean any one of the following, whether in one or a series of transactions, directly or indirectly: (x) the consummation of a merger or consolidation of the Corporation with or into another any individual, corporation, partnership, limited liability company, firm, joint venture, association, joint-stock company, trust, or unincorporated organization (a "Person") (except a merger or consolidation in which the holders of capital stock of the Corporation immediately prior to such merger or consolidation collectively continue to hold at least 60% of the earning power, voting power or capital stock of the surviving Person); (y) the issuance, transfer, sale or disposition to another Person in a single transaction or in a series of closely related transactions of the voting power or capital stock of the Corporation, if after such issuance, sale, transfer or disposition such Person would hold more than 40% of the voting power or capital stock of the Corporation; or (z) a sale, transfer or disposition of all or substantially all of the assets or earning power of the Corporation.
- (d) Mechanics of Voluntary Conversion. Before any holder of Series A Stock shall be entitled to voluntarily convert all the Series A Stock held by such holder into shares of Common Stock, such holder shall surrender the certificate or certificates therefor, duly endorsed, at the office of the Corporation or of any transfer agent for the Series A Stock, and shall give written notice to the Corporation at its principal corporate office, of the election to convert the same and shall state therein the name or names in which the certificate or certificates for shares of Common Stock are to be issued. The Corporation shall, within five business days, issue and deliver at such office to such holder of Series A Stock, or to the nominee or nominees of such holder, a certificate or certificates for the

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number of shares of Common Stock to which such holder shall be entitled as aforesaid. Conversion shall be deemed to have been effected on the date when delivery of notice of an election to convert and certificates for shares is made, and such date is referred to herein as the "Voluntary Conversion Date."

- (c) Mechanics of Automatic Conversion. On the Automatic Conversion Date, all outstanding shares of Series A Stock shall automatically be converted into shares of Common Stock based on the appropriate Automatic Conversion Formula without any further action by the holder. As promptly as practicable following the Automatic Conversion Date, the Corporation shall send each holder of Series A Stock written notice of such event. Upon receipt of such notice, each holder shall surrender to the Corporation the certificate for the Series A Stock duly endorsed for transfer and the Corporation shall as promptly as practicable deliver the Shares of Common Stock. Conversion shall be deemed to have been effected on the date of the Automatic Conversion Date.

6. Adjustment Provisions. During the period in which any shares of Series A Stock remain outstanding, the Conversion Formula in effect at any time and the number and kind of securities issuable upon the conversion of the Series A Stock shall be subject to adjustment from time to time following the date of the original issuance of the Series A Stock upon the happening of certain events as follows:

- (a) Consolidation, Merger or Sale. If any consolidation or merger of the Corporation with an unaffiliated third-party, or the sale, transfer or lease of all or substantially all of its assets to an unaffiliated third-party shall be effected in such a way that holders of shares of Common Stock shall be entitled to receive stock, securities or assets with respect to or in exchange for their shares of Common Stock, then provision shall be made, in accordance with this Section 6(a), whereby each holder of shares of Series A Stock shall thereafter have the right to receive such securities or assets as would have been issued or payable with respect to or in exchange for the shares of Common Stock into which the shares of Series A Stock held by such holder were convertible immediately prior to the closing of such merger, sale, transfer or lease, as applicable. The Corporation will not effect any such consolidation, merger, sale, transfer or lease unless prior to the consummation thereof the successor entity (if other than the Corporation) resulting from such consolidation or merger or the entity purchasing or leasing such assets shall assume by written instrument (i) the obligation to deliver to the holders of Series A Stock such securities or assets as, in accordance with the foregoing provisions, such holders may be entitled, and (ii) all other obligations of the Corporation hereunder. The provisions of this Section 6(a) shall similarly apply to successive mergers, sales, transfers or leases. Unless otherwise provided herein, holders shall not be required to convert Series A Stock pursuant to this Section 6(a).
- (b) Adjustment of Conversion Price upon Subdivision or Combination of Common Stock. If the Corporation at any time subdivides (by any stock split, stock dividend, recapitalization or otherwise) its outstanding shares of Common Stock into a greater number of shares, the Conversion Formula pursuant to Section 5(b) hereof in effect immediately prior to such subdivision will be proportionately reduced. If the Corporation at any time combines (by combination, reverse stock split or otherwise) its outstanding shares of Common Stock into a smaller number of shares and the Conversion Formula pursuant to

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Section 5(b) hereof in effect immediately prior to such combination will be proportionately increased.

- (c) Notice of Adjustment. Whenever the Conversion Formula is adjusted as herein provided, the Corporation shall promptly but no later than 10 days after any request for such an adjustment by the holder, cause a notice setting forth the adjusted Conversion Formula issuable upon exercise of each share of Series A Stock, and, if requested, information describing the transactions giving rise to such adjustments, to be mailed to the holders at their last addresses appearing in the share register of the Corporation, and shall cause a certified copy thereof to be mailed to its transfer agent, if any. The Corporation may retain a firm of independent certified public accountants selected by the Board of Directors (who may be the regular accountants employed by the Corporation) to make any computation required by this Section 6, and a certificate signed by such firm shall be conclusive evidence of the correctness of such adjustment.
7. Voting Rights. On any matter presented to the holders of the Corporation's Common Stock for their action or consideration at any meeting of shareholders of the Corporation (or by written consent of shareholders in lieu of meeting), the holder of outstanding shares of Series A Stock shall be entitled to cast one (1) vote for each share of Common Stock issuable upon the possible conversion of Series A Stock so held by the Series A Stockholder based upon the Voluntary Conversion Formula. Except as provided by law or by the other provisions of this Certificate, holders of Series A Stock shall vote together with the holders of Common Stock as a single class.
8. Redemption. The shares of Series A stock are not redeemable.
9. Reservation of Shares. The Corporation shall at all times reserve and keep available and free of preemptive rights out of its authorized but unissued Common Stock, solely for the purpose of effecting the conversion of the Series A Stock pursuant to the terms hereof, such number of its shares of Common Stock (or other shares or other securities as may be required) as shall from time to time be sufficient to effect the conversion of all outstanding Series A Stock pursuant to the terms hereof. If at any time the number of authorized but unissued shares of Common Stock (or such other shares or other securities) shall not be sufficient to affect the conversion of all then outstanding Series A Stock, the Corporation shall promptly take such action as may be necessary to increase its authorized but unissued Common Stock (or other shares or other securities) to such number of shares as shall be sufficient for such purpose.
10. Miscellaneous.
- (a) The shares of the Series A Stock shall not have any preferences, voting powers or relative, participating, optional, preemptive or other special rights except as set forth above in this Certificate of Designations, Preferences and Rights and in the Articles of Incorporation of the Corporation.
- (b) The holders of the Series A Stock shall be entitled to receive all communications sent by the Corporation to the holders of the Common Stock.
- (c) Holders of fifty-one percent (51%) of the outstanding shares of Series A Stock may, voting as a single class, elect to waive any provision of this Certificate of Designations, Preference and Rights, and the affirmative vote of such percentage with respect to any proposed waiver of any of the provisions contained herein shall bind all holders of Series A Stock.

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The foregoing Amendment was adopted by the unanimous written consent of the Board of Directors of the Corporation pursuant to the FBCA and no approval of the Corporation's shareholders was required.

IN WITNESS WHEREOF, the Corporation has caused this Amendment to be executed by its duly authorized officer this 8th day of October, 2016.

Kure Corp.

By: C B

Name: Craig Brewer

Its: Chief Executive Officer

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