

P14000050780

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(Business Entity Name)

(Document Number)

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Special Instructions to Filing Officer:

Back  
date to 10/22/15.  
per  
John Koresko

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10/23/15--01024--029 \*\*35.00

FILED  
15 OCT 22 PM 3:44  
ALABAMA SECRETARY OF REVENUE

Amend/Name  
chg

DEC 31 2015  
I ALBRITTON

**COVER LETTER**

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: PennMont Benefits and Administration Services, Inc.

DOCUMENT NUMBER: P14000050780

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

Please return all correspondence concerning this matter to the following.

John J. Koresko

Name of Contact Person

Firm/ Company

P.O. Box 5, 200 W. 4th St.

Address

Bridgeport, PA 10405

City/ State and Zip Code

jjkoresko@gmail.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

John J. Koresko

at ( 484 ) 202-0076

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

☐ \$50 Filing Fee &  
Certified Copy  
(Additional copy is  
enclosed)

☐ \$52.50 Filing Fee  
Certificate of Status  
Certified Copy  
(Additional Copy  
is enclosed)

RECEIVED

15 OCT 22 AM 11:25  
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

RECEIVED

15 DEC 30 PM 12:25

As corrected per letter  
dated 12/28/2015



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

October 26, 2015

JOHN J. KORESKO  
P.O. BOX 5  
BRIDGEPORT, PA 10405

SUBJECT: PENNMONT BENEFITS AND SERVICES, INC.  
Ref. Number: P14000050780

We have received your document for PENNMONT BENEFITS AND SERVICES, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The current name of the entity is as referenced above. Please correct your document accordingly.

Please check the appropriate box on the amendment form regarding the adoption of the amendment(s).

Please check only 1(one) box regarding the adoption of the amendment.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Irene Albritton  
Regulatory Specialist II

Letter Number: 015A00022632

Articles of Amendment  
to  
Articles of Incorporation  
of

PennMont Benefit and Serices, Inc.

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

P140000 50780

(Document Number of Corporation (if known))

15 OCT 22 PM 3:44  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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:

BNB PROPERTIES ~~INC.~~ **HOLDINGS, INC.**

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)

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:

(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

Confirmed  
as corrected  
by shareholder  
12/28/15  
HKS

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

please correct address

Type of Action (Check One)	Title	Name	Address
1) <input checked="" type="checkbox"/> Change	<u>CDPTS</u>	<u>JOHN J. KORESKO</u>	<u>15450 SW 143 AVE</u>
<input type="checkbox"/> Add		<u>c</u>	<u>Miami, FL 33177</u>
<input type="checkbox"/> Remove			
2) <input type="checkbox"/> Change			
<input type="checkbox"/> Add			
<input type="checkbox"/> Remove			
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			

confirmed  
 H. J. Koresko  
 12/28/15

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

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

**THESE ARTICLES ARE BEING AMENDED TO INCLUDE**

THE PROVISIONS OF THE ARTICLES OF MERGER WITH BNB PROPERTIES  
LLC, SHALL BE DEEMED A PART OF THE ARTICLES OF INCORPORATION TO THE  
EXTENT NOT INCONSISTENT WITH THESE ARTICLES ~~and the merger is completed.~~ <sup>if</sup>

A SINGLE PERSON MAY HOLD ALL OR ANY NUMBER OF OFFICES WITHOUT  
NECESSITY TO REDESIGNATE BY ACTION OF SHAREHOLDERS.

ANY ACTION WITHOUT A MEETING SHALL BE DEEMED TO HAVE BEEN APPROVED BY  
RESOLUTION AND CONSENT OF SHAREHOLDERS WITHOUT A MEETING.

THERE ARE NO PREEMPTIVE RIGHTS EXCEPT AS TO THE INTERESTS OF THE  
INITIAL SHAREHOLDER.

ALL STOCK ISSUED SHALL BE SUBJECT TO INTERNAL REVENUE CODE 1244  
EXCEPT AS SPECIFICALLY PROVIDED, AND THE CORPORATION SHALL TAKE NO  
ACTION TO IMPAIR ANY ELECTION UNDER SUBCHAPTER S OF THE INTERNAL  
REVENUE CODE, OR IF DEEMED PROPER, TO ELECT THE STATUS OF A DISREGARDED  
ENTITY OR ANY OTHER ACT DEEMED BY THE ORIGINAL SHAREHOLDER TO BE  
IN THE BEST INTERESTS OF THE CORPORATION.

NO EMPLOYEE BENEFIT IS VESTED ABSENT SPECIFIC DIRECTOR RESOLUTION.

THE CORPORATION IS AUTHORIZED TO PURCHASE THE AMOUNT OF DIRECTORS  
AND OFFICERS LIABILITY INSURANCE AVAILABLE, OR TO FORM A CAPTIVE  
INSURANCE ENTITY TO PROVIDE PROTECTION AGAINST ANY RISK WHATSOEVER.

THE CORPORATION MAY MAKE LOANS ON SUCH TERMS AS MANAGEMENT SHALL  
DETERMINE, IN THE DISCRETION OF MANAGEMENT, REGARDLESS OF REASON-  
ABleness. OFFICERS AND DIRECTORS SHALL HAVE FULL INDEMNIFICATION.

**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 CORPORATION MAY ISSUE ONE OR MORE CLASSES OF NONVOTING SHARES  
SO LONG AS SUCH SHARES DO NOT CONSTITUTE DEBT OR OTHERWISE IMPAIR AN  
ELECTION UNDER SUBCHAPTER S OF THE INTERNAL REVENUE CODE OR ANY SIMILAR  
PROVISION OF FLORIDA LAW. THE CORPORATION MAY ELECT TO  
REDOMESTICATE OR RECLASSIFY ITS SHARES TO TAKE ADVANTAGE OF  
TAX PROVISIONS DEEMED IN THE BEST INTEREST OF THE CORPORATION OR ITS  
SHAREHOLDERS, IN THE SOLE AND ABSOLUTE DISCRETION OF THE ORIGINAL  
SHAREHOLDER AND DIRECTOR, REGARDLESS OF REASONABLENESS. ANY  
VOTING SHARES MAY BE EXCHANGED ONE FOR ONE WITH ANY NONVOTING SHARES, BUT  
THE PRIORITY OF NONVOTING SHARES IN LIQUIDATION SHALL BE SUBORDINATE  
TO VOTING SHARES.

confirmed

12/28/15  
see Shareholder  
Director

The date of each amendment(s) adoption: JULY 27, 2015 if other than the date this document was signed.

Effective date if applicable: JULY 27, 2015  
(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.

*Handwritten initials and asterisk*

☐ 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 JULY 27, 2015

Signature s/ John J. Koresko, sole director and officer

(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)

*Handwritten signature and asterisk*

JOHN J. KORESKO

(Typed or printed name of person signing)

DIRECTOR, OFFICER, SOLE SHAREHOLDER

(Title of person signing)

ALL ELECTRONIC MARKS ON SIGNATURE LINES PRECEDED BY THE MARK S/  
SHALL BE DEEMED ELECTRONIC SIGNATURES AND VALID FOR ALL LEGAL PURPOSES  
PURSUANT TO THE PROVISIONS OF THE ELECTRONIC SIGNATURE IN GLOBAL AND NATIONAL  
COMMERCE ACT, AND STATE LAWS OF SIMILAR EFFECT.

*Confirmed as Corrected*  
*Handwritten signature and date 12/28/15*  
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