

P15000055733

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

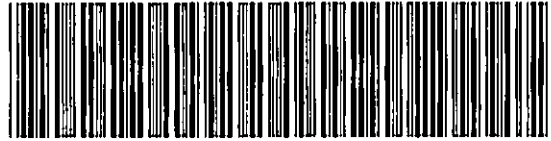
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



500368339405

06/22/21--01013--022 **52.50

2021
JUL 1 2:48 PM
RECEIVED

JUL 1 2021

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Cardpresso, Inc.

DOCUMENT NUMBER: P15000055733

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

Please return all correspondence concerning this matter to the following:

Ruth Lewis

Name of Contact Person

Evolis, Inc.

Firm/ Company

3201 West Commercial Blvd. Suite 110

Address

Fort Lauderdale, FL 33309

City/ State and Zip Code

rlewis@evolis.com

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

For further information concerning this matter, please call:

Ruth Lewis

at (954)

777-9262 ext. 137

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

Cardpresso, Inc.

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

P15000055733

(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**)

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) <input type="checkbox"/> Change	<u>CFO</u>	<u>Jean Louis Lahaye</u>	<u>14 Av De La Fontaine - Zi Angers</u>
<input type="checkbox"/> Add			<u>Beaucouze 49070 France</u>
<input checked="" type="checkbox"/> Remove			
2) <input type="checkbox"/> Change	<u>CFO</u>	<u>Frederic de Larminat</u>	<u>14 Av De La Fontaine - Zi Angers</u>
<input checked="" type="checkbox"/> Add			<u>Beaucouze 49070 France</u>
<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			

(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 are no margins, text, or other markings on the paper.

(if not applicable, indicate N/A)

[illegible]

04/06/2021

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

Effective date if applicable: _____
(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 6/21/21

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)

Ruth Lewis

(Typed or printed name of person signing)

Secretary

(Title of person signing)

CARDPRESSO, INC.

**UNANIMOUS WRITTEN CONSENT OF DIRECTORS
IN LIEU OF A SPECIAL MEETING**

March 30, 2021

The undersigned, constituting all of the directors (the "Directors") of **CARDPRESSO, INC.**, a Florida corporation (the "Corporation"), hereby waive the calling, notice and holding of a special meeting of the directors, and in lieu thereof, acting pursuant to the authority of the bylaws of the Corporation and the Florida Business Corporation Act, and after full consideration, do hereby consent to and adopt the following resolutions by given their express written consent thereto:

WHEREAS, the undersigned desire to remove Jean-Louis Lahaye Chief Financial Officer of the Corporation and appoint Frederic de Larminat as a successor Chief Financial Officer of the Corporation.

NOW, THEREFORE, BE IT RESOLVED, that Jean-Louis Lahaye is hereby removed as Chief Financial Officer of the Corporation; and be it

FURTHER RESOLVED, that **Frederic de Larminat** is hereby appointed as the successor Chief Financial Officer of the Corporation, to serve in such capacity until the next annual meeting of the directors or until his successor is duly elected, qualified and seated; and be it

FURTHER RESOLVED, that the Directors affirm that the individuals listed below constitute all of the officers of the Corporation following such removal, to hold such offices until the next annual meeting of the directors or until their successors are duly elected and qualified or until their earlier resignation, removal or death:

Daniel Gomes	-	Chief Executive Officer
Emmanuel Picot	-	President
Serge J. Olivier	-	Vice President
Frederic de Larminat	-	Chief Financial Officer
Ruth Lewis	-	Secretary

FINANCIAL STATEMENTS

WHEREAS, the undersigned have reviewed the financial statements of the Corporation for the Corporation's fiscal year ending on December 31, 2020, which show that the Corporation had a net profit (net income) of \$3,111 for fiscal year 2020, which profit is reported as "retained earnings" (the "Financial Statements").

RESOLVED, that the Financial Statements be, and they hereby are, approved.

GENERAL

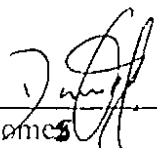
RESOLVED, that the officers of the Corporation are, and each of them is, authorized and empowered, in the name and on behalf of the Corporation, to make, execute, and deliver, or cause to be made, executed, and delivered, all other agreements, documents, amendments, waivers, consents, and instruments, and to take or cause to be taken all actions each of them deems necessary or advisable to comply with the provisions of, and to effect the purposes and intent of, the foregoing resolutions.

RESOLVED, that any and all actions taken to date on behalf of the Corporation by the shareholder, the directors, and/or officers of the Corporation taken since the last annual meeting of the shareholders of the Corporation and the last meeting of the directors (or unanimous written consents in lieu thereof) until the date of this Joint Unanimous Written Consent are hereby approved, adopted, ratified, and confirmed as the acts of the Corporation.

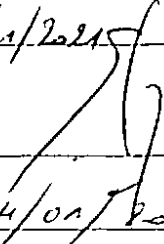
RESOLVED, that this Joint Unanimous Written Consent may be executed in one or more counterparts, each of which will be deemed an original but all of which together will constitute one and the same instrument, and facsimile copies of this Joint Unanimous Written Consent and any signatures hereon will be considered for all purposes as originals.

[Signature Page Follows]

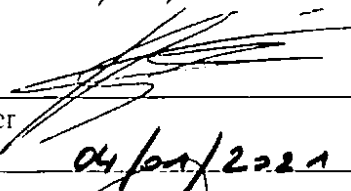
IN WITNESS WHEREOF, the undersigned, constituting all of the directors of the Company, executed this Written Consent effective as of the date first set forth above.


Daniel Gomes

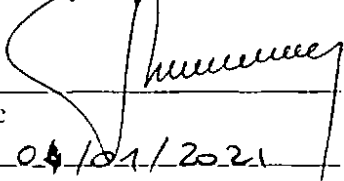
Date Signed: 04/01/2021


Emmanuel R. Picot

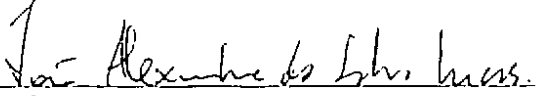
Date Signed: 04/01/2021


Serge J. Olivier

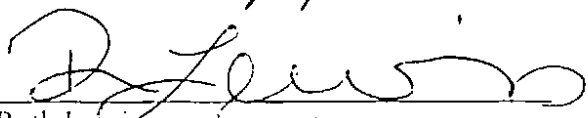
Date Signed: 04/01/2021


Jean Louis Lahaye

Date Signed: 04/01/2021


Joao Lucas

Date Signed: 04/01/2021


Ruth Lewis

Date Signed: 4/1/21