

P15000064261

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TALLAHASSEE, FLORIDA

11/16/16

**COVER LETTER**

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: Infinite Distribution Inc

DOCUMENT NUMBER: P15000064261

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

Please return all correspondence concerning this matter to the following:

Kimberly Williams  
Name of Contact Person

Infinite Distribution Inc  
Firm/ Company

1302 N. 19th Street, Ste 200  
Address

Tampa, FL 33605  
City/ State and Zip Code

Kim@InfiniteMessages.com  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Kimberly Williams at ( 813 ) 215-0324  
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:

- |  |  |   |  |
|--|--|---|--|
| <input type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certified Copy<br>(Additional copy is<br>enclosed) | <input type="checkbox"/> \$52.50 Filing Fee<br>Certificate of Status<br>Certified Copy<br>(Additional Copy<br>is enclosed) |
|--|--|---|--|

**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

Articles of Amendment  
to  
Articles of Incorporation  
of

Infinite Distribution Inc

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

P15000064261

(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:

N/A

The new name must be distinguishable and contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.," or the designator: "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**)

N/A

C. Enter new mailing address, if applicable:

(Mailing address **MAY BE A POST OFFICE BOX**)

N/A

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

N/A

(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

**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:**

X Change                      PT      John Doe

X Remove                    V       Mike Jones

X Add                         SV      Sally Smith

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add	_____	_____	_____
<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	_____	_____	_____

**E. If amending or adding additional Articles, enter change(s) here:**  
(Attach additional sheets, if necessary). (Be specific)

HA  
Additions  
Attached  
HA

\* Article IV -

**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)

A new share class in Infinite Distribution, Inc. was created, which carry preferred rights. A total of 10,000,000 Common Shares will convert to Founder A Shares, which represents 10% of all issued shares. Preferred Rights for these shares are in addition to all rights granted Common Shares and include:

(a) *Liquidation Preference & Participation*

i. *In the event of any liquidation or winding up of the Company, the holders of Founder A shares will be entitled to receive an amount equal to twice (2x) the Original Purchase Price plus any dividends declared on the Founder A but not paid. After the payment in full of the Liquidation Preference Amount to Founder A, any remaining assets shall be distributed ratably to the holders of the Common Shares on a common equivalent basis.*

ii. *A consolidation or merger of the Company following which holders of the Company's outstanding stock immediately prior to such event own less than 51% of the voting stock of the surviving entity or its parent, or a sale of all or substantially all of the Company's assets or stock, other than in connection with an equity financing for cash, shall be deemed to be a liquidation or winding up for purposes of the liquidation preference.*

(b) *Anti-Dilution Previsions*

i. *In the event that the Company issues additional Shares, the Founder A Shares will be entitled to a full adjustment such that each holder of the Founder A shall automatically and without further action on such holder's part be issued an additional number of the Founder A such that his, her or its percentage interest in the Company remains the same. In the event of an issuance of shares involving tranches or other multiple closings, the adjustment shall be calculated as if all shares were issued at the first closing. The Founder A shares will also be subject to proportional adjustment in accordance with the foregoing for splits, dividends, combinations, recapitalizations, reorganizations or otherwise.*

ii. *The Company shall make such adjustments to the Shareholder List as are necessary to reflect such issuance of additional Founder A Shares; provided, however, that any failure to make any such adjustment to the Shareholder List or any defect therein shall not in any way impair or affect the validity of such issuance.*

st Addition st

The date of each amendment(s) adoption: Aug 1st, 2015, if other than the date this document was signed.

Effective date if applicable: Aug 1st, 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.

☐ 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 11/8/16

Signature Kimberly Williams  
(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)

Kimberly Williams  
(Typed or printed name of person signing)

Executive Controller  
(Title of person signing)