

P15000076 886

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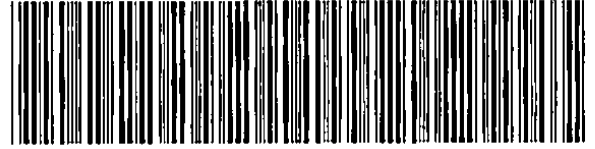
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Advanced Incorporating Service

1317 California Street
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NAME OF ENTITY <u>Acadell, Inc.</u>	FOR OFFICE USE ONLY

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FILING:

☐ CORPORATION ☐ LLC ☐ LIMITED PARTNERSHIP ☐ GENERAL PARTNERSHIP
☐ FICTITIOUS NAME ☐ SERVICE MARK/TRADEMARK ☒ AMENDMENT
☐ FOREIGN QUALIFICATION ☐ JUDGMENT LIEN
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Notes: _____

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
ONCALDOC, INC.**

Document Number P15000076886

The undersigned, being the Chief Executive Officer and Director of OnCallDoc, Inc., a Florida corporation, hereby certifies that the following Amendments to the Corporation's Articles of Incorporation have been adopted by the majority shareholder and the Board of Directors of the Corporation via unanimous written action without a meeting on June 24, 2019 with each director of the Company waiving notice of the meeting.

ARTICLE IV

CAPITAL STOCK

Preferred Stock: The Corporation is authorized to issue 750,000,000 shares of \$.0001 par value Preferred Stock. The Board of Directors is expressly vested with the authority to divide any or all of the Preferred Stock into series and to fix and determine the relative rights and preferences of the shares of each series so established, provided, however, that the rights and preferences of various series may vary only with respect to:

- (a) the rate of dividend;
- (b) whether the shares may be called and, if so, the call price and the terms and conditions of call;
- (c) the amount payable upon the shares in the event of voluntary and involuntary liquidation;
- (d) sinking fund provisions, if any, for the call or redemption of the shares;
- (e) the terms and conditions, if any, on which the shares may be converted;
- (f) voting rights including number of votes per share;
- (g) whether the shares will be cumulative, noncumulative or partially cumulative as to dividends and the dates from which any cumulative dividends are to accumulate; and
- (h) payment of distributions (exclusive or non-exclusive) in cash, capital stock or other assets, to one or more classes/series of preferred shareholders upon the creation of a new series/class or classes of preferred stock.

**SERIES "A" CONVERTIBLE PREFERRED STOCK
Certificate of Designations**

9. Distributions. The Board of Directors is authorized, at its sole discretion, to declare and effectuate distributions, on an exclusive or nonexclusive basis, to the shareholders of Series "A" Preferred

Stock and to the exclusion of all other series of capital stock of the Company, payable in cash, capital stock of the Company, or such other assets as the Board of Directors deems appropriate.

[End of Amendment]

The amendment was adopted by the majority shareholder of the Company and approved by the Board of Directors. The number of shareholder votes cast for the amendment was sufficient for approval.

In all other respects, the Articles of Incorporation shall remain as they were prior to this Amendment being adopted.

Date: June 24, 2019

ONCALLDOC, INC.

/s/ Craig L. Zurman
Craig L. Zurman,
Chief Executive Officer, Director