

PI 0000001305

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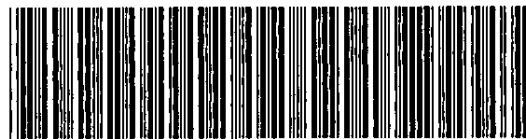
(Business Entity Name)

(Document Number)

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2017 MAR 23 AM 10: 32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend / CC
CUS

MAR 28 2017
I ALBRITTON

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Mala Ventures USA, Inc.

DOCUMENT NUMBER: P16000001305

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

Please return all correspondence concerning this matter to the following:

Robert L. Welch
Name of Contact Person

Drew Eckl & Farnham
Firm/ Company

303 Peachtree Street, NE
Address

Atlanta, GA 30308
City/ State and Zip Code

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

For further information concerning this matter, please call:

Robert L. Welch at (404) 885-6359
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 &
Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | <input checked="" type="checkbox"/> \$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
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Articles of Amendment
to
Articles of Incorporation
of

Mala Ventures USA, Inc.

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

P16000001305

(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 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)

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: _____, 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

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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	_____	N/A	_____
<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)

SEE EXHIBIT "A" ATTACHED

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)

Exhibit "A"

Article IV of the existing Articles of Incorporation of MALA VENTURES USA INC. is replaced in its entirety with the following:

"Article IV

1.1 Aggregate Number of Authorized Shares. The aggregate total number of all shares that the Corporation is authorized to issue is 19,000.

1.2 Share Classes.

- (a) The Corporation shall have three classes of shares: Class A Common Shares, Class B Common Shares, and Class C Common Shares.
- (b) The Corporation is authorized to issue 15,000 Class A Common Shares (no par value), 1,000 Class B Common Shares (\$1.00 par value), and 3,000 Class C Common Shares (\$1.00 par value).

1.3 Rights of Holders of Class A Common Stock.

- (a) Each holder of a share Class A Common Stock shall be entitled to receive notice of and attend any general meeting of the Corporation and shall have the right to vote at any such meeting on the basis of one vote for each share of Class A Common Stock held.
- (b) The holders of the Class A Common Shares shall not be entitled to receive any dividends from the Corporation, whether on the liquidation, dissolution, or winding-up of the Corporation or otherwise, and the Board of Directors shall not declare any dividends on the Class A Common Shares.
- (c) In the event of liquidation, dissolution, or winding-up of the Corporation or other distribution of assets of the Corporation among its shareholders for the purpose of winding-up its affairs or upon a reduction of capital, the holders of the Class A Common Shares shall not be entitled to receive any assets or property of the Corporation.

1.4 Rights of Holders of Class B Common Stock.

- (a) The holders of the shares of Class B Common Stock shall not have any voting rights for the election of Directors or any other purpose and shall not be entitled to receive notice of or attend any annual or extraordinary general meeting of the members of the Corporation.
- (b) The Board of Directors shall be at liberty, in their absolute discretion, to declare dividends on the shares of Class B Common Stock to the exclusion of the Class C Common Shares.
- (c) In the event of liquidation, dissolution, or winding-up of the Corporation or other distribution of assets of the Corporation among its shareholders for the purpose of

winding-up its affairs or upon a reduction of capital, the holders of the Class B Common Shares shall be entitled to receive pro rata with the holders of the Class C Common Shares, the remaining assets and property of the Corporation.

1.5 Rights of Holders of Class C Common Stock.

- (a) The holders of the shares of Class C Common Stock shall not, as such, have any voting rights for the election of Directors or any other purpose and shall not be entitled to receive notice of or attend any annual or extraordinary general meeting of the shareholders of the Corporation.
- (b) The Directors shall be at liberty, in their absolute discretion, to declare dividends on the Class C Common Shares to the exclusion of the Class B Common Shares.
- (c) In the event of liquidation, dissolution, or winding-up of the Corporation or other distribution of assets of the Corporation among its shareholders for the purpose of winding-up its affairs or upon a reduction of capital, the holders of the Class C Common Shares shall be entitled to receive pro rata with the holders of the Class B Common Shares, the remaining assets and property of the Corporation.”

12/31/2015

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 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 3/22/17

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)

Martyn Armstrong

(Typed or printed name of person signing)

Director

(Title of person signing)