

PI6 000007579

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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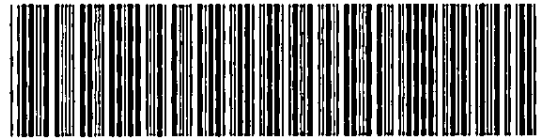
(Business Entity Name)

(Document Number)

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W. S. KEE  
DEC 05 2020

COVER LETTER

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: Rural Rehab Solutions, Inc.

DOCUMENT NUMBER: P16000007579

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

Please return all correspondence concerning this matter to the following:

Mitch Friedman  
Name of Contact Person

Rural Rehab Solutions, Inc.  
Firm/ Company

3440 Youngfield St., # 358  
Address

Wheat Ridge, CO 80033  
City, State and Zip Code

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

For further information concerning this matter, please call:

Jeremy Primosch at ( 770 ) 616-4199  
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 checked="" 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 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

Rural Rehab Solutions, Inc.

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

P16000007579

(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*

N/A

*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:

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 <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	<u>N/A</u>	_____
2) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	<u>N/A</u>	_____
3) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	<u>N/A</u>	_____
4) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	<u>N/A</u>	_____
5) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	<u>N/A</u>	_____
6) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	<u>N/A</u>	_____

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

The corporation's authorized common stock shall be increased from 10,000 shares of common stock, par value \$.01 per share, to 1,000,000 shares of common stock, par value \$.01 per share. Please see attached Notice and Amendment.

**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)

N/A

The date of each amendment(s) adoption: 9/18/2020 if other than the date this document was signed.

Effective date if applicable: N/A  
(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 09/25/2020

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)

Sarah Podratz

(Typed or printed name of person signing)

Secretary

(Title of person signing)

**NOTICE OF ACTION BY WRITTEN CONSENT  
OF THE HOLDERS OF SHARES IN THE COMMON STOCK OF  
RURAL REHAB SOLUTIONS, INC.**

Please take note, pursuant to the Bylaws of Rural Rehab Solutions, Inc., a Florida corporation (the "Corporation"), and Florida General Corporation Law, holders of more than fifty percent of the voting rights attributable to shares in the Common Stock of the Corporation exercisable at a meeting of shareholders of the Corporation (the "Stockholders") have given their written consent to the adoption of the following resolutions:

**WHEREAS**, the Corporation's Board of Directors (the "Board") believes that it is in the best interest of the Corporation to restructure the Corporation's balance sheet; and

**WHEREAS**, in order to facilitate the restructuring of the Corporation's balance sheet, the Board deems it advisable to increase the Corporation's authorized common stock from 10,000 shares of common stock, par value \$0.01 per share, to 1,000,000 shares of common stock, par value \$0.01 per share (the "Increase"); and

**WHEREAS**, the Stockholders believe that the Increase is in the best interest of the Corporation and its stockholders as it will provide the Corporation with the capital necessary to fully execute on its business plan; and

**WHEREAS**, the Stockholders deem it advisable to undertake the Increase.

**NOW, THEREFORE**, it being in the best interests of the Corporation, it is hereby:

**RESOLVED**, that the Corporation is authorized to amend its Certificate of Incorporation to effectuate the Increase; and it is further

**RESOLVED**, that any officer of the Corporation be, and each of them hereby is, authorized to cause to be prepared and filed with the Secretary of State of the State of Florida, a Certificate of Amendment of the Corporation's Certificate of Incorporation substantially in the form annexed hereto as Exhibit A; and it is further,

**RESOLVED**, that any officer of the Corporation be, and each of them hereby is, authorized and directed to execute and deliver on behalf and in the name of the Corporation all such other supporting or related documents and instruments and to make any such filings with the appropriate governmental agencies and exchanges, and incur any cost or expense in connection therewith as may be determined by any such officer to be reasonably necessary to accomplish the purposes of these Resolutions and to do all other things and acts which any such officer may determine to be necessary and appropriate to carry out the purposes of these Resolutions (as conclusively evidenced by the taking of such action or the execution and delivery of such instruments, documents or amendments, as the case may be) and all actions heretofore taken by any director or officer of the Corporation in connection with the subject of the foregoing recitals and Resolutions are, and it hereby is, approved, ratified and confirmed in all

respects as the act and deed of the Corporation; and it is further RESOLVED, that the action taken by this Consent shall have the same force and effect as if taken at a meeting of the Stockholders of the Corporation, duly called; and it is further,

**RESOLVED**, that this Consent may be executed in counterparts, each of which shall be deemed an original and all of which, when taken together, shall be deemed one and the same document. This Consent may be executed by facsimile signature.



Exhibit A  
STATE OF FLORIDA  
CERTIFICATE OF AMENDMENT OF  
CERTIFICATE OF INCORPORATION OF RURAL REHAB SOLUTIONS, INC.

The undersigned Secretary of Rural Rehab Solutions, Inc. (the "Corporation"), pursuant to the provisions of the General Corporation Law of the State of Florida, does hereby certify and set forth as follows:

**First:** That the Board of Directors (the "Board") of the Corporation, at a special meeting on August 28, 2020, approved a resolution to amend the Corporation's Certificate of Incorporation, declaring said resolution to be advisable, and calling for the submission of the resolution at the next annual meeting of stockholders to increase the total number of authorized shares as follows:

Amend the Corporation's Certificate of Incorporation by adding the following language:

Effective at 5:00 p.m. (Eastern Time) on the effective date of the certificate of amendment adding this paragraph to Article IV of the Certificate of Incorporation, the Corporation's authorized common stock shall be increased from 10,000 shares of common stock, par value \$0.01 per share, to 1,000,000 shares common stock, par value \$0.01 per share;

**Second:** That holders of outstanding stock having not less than the minimum number of votes that would be necessary to authorize or take such action at a meeting at which all shares entitled to vote thereon were present and voted acting by written consent, a resolution was adopted approving the above resolution to increase to the total number of shares that the Corporation is authorized to issue.

**IN WITNESS WHEREOF**, the Corporation has caused this Certificate of Amendment to the Certificate of Incorporation of the Corporation to be signed by the undersigned Authorized Officer, and the undersigned has executed this certificate and affirms the foregoing as true and correct under penalty of perjury this 18 day of September, 2020.

By:

  
\_\_\_\_\_  
Sarah Podratz, Secretary

And, accordingly, such action may duly be taken without a meeting, without prior notice and without a vote.

  
\_\_\_\_\_  
Secretary

Registered Office:

14260 W. Newberry Road #337

Newberry, FL 32669

Date: August 28, 2020