

P16000024115

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DIVISION OF CORPORATIONS
2017 APR 27 PM 3:20

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MAY -1 2017



FLORIDA DEPARTMENT OF STATE
Division of Corporations

March 28, 2017

DANILO O. FERNANDEZ
11530 SW 33 TERRACE
MIAMI, FL 33165

SUBJECT: GLOBALMED TECHNOLOGIES USA, INC.
Ref. Number: P16000024115

We have received your document for GLOBALMED TECHNOLOGIES USA, INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Amendments for Florida profit corporations are filed in compliance with section 607.1006, Florida Statutes. Please see the enclosed information.

We are enclosing the proper form(s) with instructions for your convenience.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Valerie Herring
Regulatory Specialist II

Letter Number: 317A00005943

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: GLOBALMED TECHNOLOGIES USA, INC
Name of Corporation

DOCUMENT NUMBER: P16000024115

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

DANILO O. FERNANDEZ

Name of Contact Person

GLOBALMED TECHNOLOGIESUSA, INC.

Firm/Company

11530SW33 TERRACE

Address

MIAMI, FLORIDA 33165

City/State and Zip Code

DOCFDEZ@GMAIL.COM

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

For further information concerning this matter, please call:

DANILO O. FERNANDEZ

Name of Contact Person

at (305) 7736308
Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

☐ \$35.00 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
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

Amendments to Articles of Incorporation

2017 APR 27 PM 3:20

for

GlobalMed Technologies USA, Inc

ARTICLE II

AS AMENDED

GLOBALMED TECHNOLOGIES USA, INC. has adopted the following change of address as the principal place of business and mailing address :

11530 SW 33 Terrace
Miami Florida, 33165

ARTICLE IV

AS AMENDED

GLOBAL MED TECHNOLOGIES USA, INC. has the following capital authorized for issuance:

SECURITIES BEING OFFERED

As of March 14, 2016, the date of incorporation; the company had one hundred million (100,000,000) shares of authorized capital common stock.

As resolved and recorded in the articles of incorporation, as amended, and bylaws of April 25, 2017; the President, Chief Executive Officer and Chairman of the Board Dr. Danilo O Fernandez authorized the company's shares; to be issued as follows:

Ten million (10,000,000) *Class A Preferred Shares* for sale as described in this Offering and via the company's future fund raising campaign once this Offering has been qualified by the Commission.

Ninety million (90,000,000) of common shares outstanding.

The company is offering 10,000,000 *Class A Preferred Shares* at a purchase price of \$1.50 per Share in units of 100 shares, for maximum proceeds of \$15,000,000.

Preferred Stock

Our board of directors is authorized by our articles of incorporation, as amended, to establish classes or series of preferred stock and fix the designation, powers, preferences and rights of the shares of each such class or series and the qualifications, limitations or restrictions thereof without any further vote or action by our shareholders. Any shares of preferred stock issued has priority over our common stock with respect to dividend or liquidation rights.

As resolved and recorded in the articles of incorporation, as amended, and bylaws of April 25, 2017; the company as permitted by law, has created and prepared for issuance:

Ten million (10,000,000) Class A Preferred Shares for sale as described in this Offering and via the company's future fund raising campaign once this Offering has been qualified by the Commission

Designation, Powers, Preferences and Rights of Class A Preferred Shares:

Voice & Vote:

These Shareholders are entitled to Voice and Vote at yearly Shareholders meeting.

Priority Preference:

Shareholders are entitled to receive capital on winding up, before any payment to equity shareholders.

Guaranteed Dividends-Non Cumulative

Entitled to dividend payment on a pro-rata basis, as stipulated in this offering.

Dividend payments are based on the company's yearly net profits after taxes.

Not entitled to cumulative arrear payments.

Non-Participating:

Not entitled to participate in the company's surplus profits.

Irredeemable:

These shares do not carry any current arrangement for redemption.

Shares are repayable only at winding up.

Non-Convertible:

These shares do not carry any current arrangement for Convertibility.

If the company were to consider a future Public Offering (IPO) then as permitted and required by law said share may be converted.

Common Shares

All outstanding shares of common stock are of the same class and have equal rights and attributes. The holders of common stock are entitled to one vote per share on all matters submitted to a vote of our stockholders.

All stockholders are entitled to share equally in dividends, if any, as may be declared from time to time by the Board of Directors out of funds legally available. In the event of liquidation, the holders of common stock are entitled to share ratably in all assets remaining after payment of all liabilities.

The stockholders do not have cumulative or preemptive rights. There are no sinking fund provisions applicable to any class of our stock, and no shareholder has no liability for further calls or assessment by the Company.

None of our shares of capital stock has any conversion rights. There are no restrictions on the alienability of our common stock, other than pursuant to federal and state securities laws.

Our articles of incorporation, as amended, do not include any provisions discriminating against any existing or prospective holder of such securities as a result of such security holder owning a substantial amount of securities of the Company, and no rights of holders that may be modified otherwise than by a vote of a majority or more of the shares outstanding, voting as a class.

We have never paid cash dividends on our common stock. We currently intend to retain all available funds and future earnings for use in the operation of our business and do not anticipate paying any cash dividends in the foreseeable future to holders of our common stock.

Any future determination to declare dividends for our common stock will be made at the discretion of our board of directors with the approval from the board of shareholders/Chairman, and will depend on our financial condition, results of operations, capital requirements, general business conditions and other factors that our board of directors may deem relevant.

The Secretary presented to the meeting: a copy of the Amended Article II and IV of the Articles of Incorporation.

Upon motion duly made, seconded and unanimously carried, it was

RESOLVED, that the Amended Articles II & IV are approved, ratified and herein adopted.

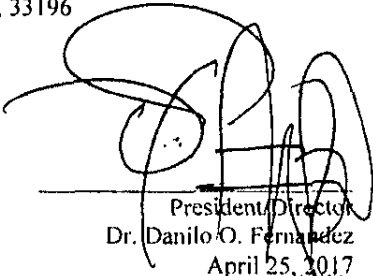
ARTICLE VII


GLOBALMED TECHNOLOGIES USA, INC. has adopted the following change to its Board of Directors.

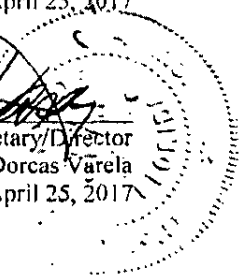
As resolved and recorded in the articles of incorporation, as amended, and bylaws of April 25, 2017; the President, Chief Executive Officer and Chairman of the Board Dr. Danilo O Fernandez hereby, appoints as Directors of the Corporation, to serve until the first annual meeting of the Shareholders, and until their successors are duly elected and qualify:

Dr. Danilo O. Fernández
President/Director
11530 SW 33 terrace
Miami FL, 33165

Ms. Dorcas Varela
Secretary/Director
12900 SW 202 Avenue
Miami FL, 33196


President/Director
Dr. Danilo O. Fernandez
April 25, 2017


Secretary/Director
Ms. Dorcas Varela
April 25, 2017



The date of each amendment(s) adoption: _____
date this document was signed.

APRIL 25th, 2017

, if other than the

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

APRIL 27th, 2017

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)

DANILLO B. FERNANDEZ
(Typed or printed name of person signing)

PRESIDENT & C.E.O.
(Title of person signing)