

P16000093313

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

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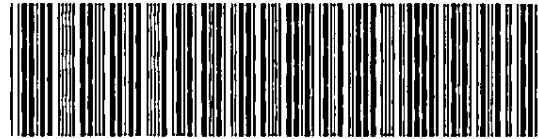
(Business Entity Name)

(Document Number)

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SEP 28 2022
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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Gire Group Inc

DOCUMENT NUMBER: P16000093313

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

Please return all correspondence concerning this matter to the following:

Kimberly Young

Name of Contact Person

Firm/ Company

801 S Olive Ave # 707

Address

West Palm Beach, FL 33401

City/ State and Zip Code

kquick_1@yahoo.com

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

For further information concerning this matter, please call:

Kimberly Young

at (217)

841-1987

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:

☐ \$35 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
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

Articles of Amendment
to
Articles of Incorporation
of

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Gire Group Inc

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

P16000093313

(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:

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)

C. Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

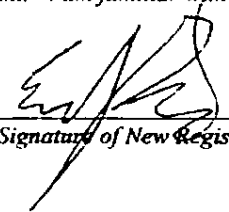
D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent Edwin J Gire
535 16th Street
(Florida street address)

New Registered Office Address: West Palm Beach, Florida 33407
(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

Check if applicable

☒ The amendment(s) is/are being filed pursuant to s. 607.0120 (11) (c), F.S.

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

Type of Action (Check One)	Title	Name	Address
1) <input type="checkbox"/> Change	<u>P</u>	<u>Kimberly Young</u>	<u>30 Bella Vista Ave Lake Worth, FL</u>
<input type="checkbox"/> Add			
<input checked="" type="checkbox"/> Remove			
2) <input type="checkbox"/> Change	<u>P, T</u>	<u>Edwin J Gire</u>	<u>535 16th Street West Palm Beach,</u>
<input checked="" 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)

Kimberly Young transferring 100 common shares of the corporation to Edwin J Gire

Please see attached Memoradndum of Share Transfer

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)

The date of each amendment(s) adoption: Sept 1, 2022, if other than the date this document was signed.

Effective date if applicable: Sept 1, 2022
(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 incorporators, or board of directors without shareholder action and shareholder action was not required.

☒ 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)

Dated 9/1/2022

Signature Kimberly Young
(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 Young

(Typed or printed name of person signing)

President

(Title of person signing)

STATE OF MISSISSIPPI
DEPARTMENT OF REVENUE

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MEMORANDUM OF SHARE TRANSFER

OF GIRE GROUP INC.

The undersigned, KIMBERLY YOUNG, being an individual and resident of the state of Florida (the "Transferor"), and owning common stock of GIRE GROUP INC. (the "Corporation"), and EDWIN J. GIRE, being an individual and resident of the state of Florida (the "Transferee") hereby execute this Memorandum of Share Transfer to memorialize the following:

WHEREAS, the undersigned are individuals and residents of the state of Florida, and

WHEREAS, the Transferor, as of the date of this memorandum, owns 100 common shares of the Corporation, and

WHEREAS, the Corporation has issued and outstanding 100 common shares of stock, and

WHEREAS, the Transferor wishes to transfer all of Transferor's common shares to the

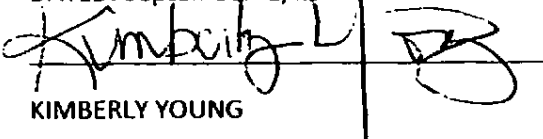
Transferee, for valuable consideration, as of the effective date of this memorandum, and

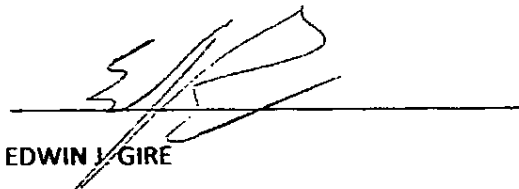
WHEREAS, the Transferee wishes to purchase all of Transferor's common shares for valuable consideration, as of the effective date of this memorandum.

NOW WHEREFORE, the undersigned hereby acknowledge and agree to the following terms of this Memorandum of Transfer.

1. Transferor shall convey, effective September 1, 2022, 100 shares of the Corporation, owned by Transferor, to Transferee.
2. Transferee and Transferor agree that the purchase price for said shares shall be \$10, and other good and valuable consideration hereby recognized.
3. Transferor shall cause the Corporation's books to reflect the change of ownership as of September 1, 2022.

DATED: September 1, 2022:


KIMBERLY YOUNG


EDWIN J. GIRE

ACTION BY DIRECTORS
BY UNANIMOUS WRITTEN CONSENT
GIRE GROUP INC.

The undersigned, being the shareholders and directors of GIRE GROUP INC., (the "Corporation") hereby call a special meeting of the directors pursuant to 607.0705 and 607.0820 of the Florida Business Corporation Act. The purpose of said meeting is as follows:

WHEREAS, the undersigned constitutes the entire Board of Directors of the Corporation,
and

WHEREAS, the Board of Directors wish to elect and appoint officers of the Corporation,
to serve as such and in their capacity until the next annual meeting of directors, or until the next
required election of Officers, and

WHEREAS, the Board of Directors wish to memorialize the election of officers by this
written, unanimous resolution.

BE IT RESOLVED, that the Board of Directors elect the following to serve in their
capacities as officers of the Corporation:

EDWIN J. GIRE – PRESIDENT

EDWIN J. GIRE - TREASURER

DATED: Sept 1, 2022



EDWIN J. GIRE

ACTION BY SHAREHOLDERS
BY UNANIMOUS WRITTEN CONSENT
GIRE GROUP INC.

The undersigned, being the shareholders of GIRE GROUP INC. (the "Corporation")
hereby call a special meeting of the shareholders pursuant to 607.0705 of the Florida Business
Corporation Act. The purpose of said meeting is as follows:

WHEREAS, the undersigned shareholders constitute the entire ownership of the Corporation,
and

WHEREAS, said shareholders wish to elect directors of the Corporation.

BE IT RESOLVED, that the undersigned shareholder hereby elects the following to serve as
directors of the Corporation, until such term expires either pursuant to the Bylaws of the
Corporation or by operation of law:

EDWIN J. GIRE – DIRECTOR

DATED: September 1, 2022



EDWIN J. GIRE

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SOUTHERN
FULTON COUNTY