

P17000025473

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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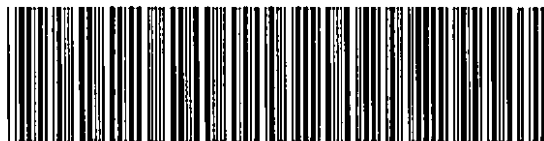
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: LONDON'S LIVE, INC
DOCUMENT NUMBER: P17000025473

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

Please return all correspondence concerning this matter to the following:

MICHELE BROWARD
Name of Contact Person
LONDON'S LIVE, INC
Firm/ Company
2531 BAYSIDE POINTE LN
Address
CLEARWATER, FL 33763
City/ State and Zip Code
L londonsbg@yahoo.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

MICHELE BROWARD at (727) 916-1557
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

LONDON'S LIVE, INC

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

P17000025473

(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:

N/A

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

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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:

☒ Change PT John Doe

☐ Remove V Mike Jones

☐ Add SV Sally Smith

Type of Action
(Check One)

Title

Name

Address

- 1) ☐ Change P,C,CEO WHITNEY WILLIAMS 2455 N McMULLEN-BOOTH RD
☒ Add BLDG B, SUITE F&G
☐ Remove CLEARWATER, FL 34695
- 2) ☒ Change S MICHELE BROWARD 2455 N MCMULLEN-BOOTH RD
☐ Add BLDG B, SUITE F&G
☐ Remove CLEARWATER, FL 34695
- 3) ☐ Change T RACHAEL PEASLEY 2455 N MCMULLEN-BOOTH RD
☒ Add BLDG B, SUITE F&G
☐ Remove CLEARWATER, FL 34695
- 4) ☐ Change _____ _____ _____
☐ Add _____
☐ Remove _____
- 5) ☐ Change _____ _____ _____
☐ Add _____
☐ Remove _____
- 6) ☐ Change _____ _____ _____
☐ Add _____
☐ Remove _____

E. If amending or adding additional Articles, enter change(s) here:

(Attach additional sheets, if necessary). (Be specific)

THE ATTACHED "BUSINESS AGREEMENT" EXECUTED ON AUGUST 17, 2017, IS ADDED HERE AS AN ADDITIONAL ARTICLE. IT SPECIFIES A CHANGE IN OFFICERS AND CORPORATE OWNERSHIP AS OF AUGUST 17, 2017, WITH 100% OF SHARES TRANSFERRED FROM MICHELE BROWARD TO WHITNEY WILLIAMS.

(SEE ATTACHMENT)

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)

ON AUGUST 17, 2017, STOCK CERTIFICATES FOR 100% OF THE SHARES OF LONDON'S LIVE, INC WERE SIGNED OVER, AND PRESENTED, TO WHITNEY WILLIAMS BY MICHELE BROWARD IN THE PRESENCE OF RACHAEL PEASLEY, PHILIP CROSS, RICHARD GRISWOLD AND DR. JEFFREY MADDUX.

11/21/2017

Business Agreement

This Business Agreement is entered into effective the 17th day of August, 2017, by and among Michele Broward, Rachael Peasley and Whitney Williams, and is made in reference to London's Live, Inc, doing business as The London Pub

Now therefore, for and in consideration of the mutual covenants hereinafter contained, the parties intending to be legally bound hereby, the parties hereto do hereby agree as follows:

Article I - Purpose

1.01 The Purpose of this agreement is to outline the business relationship among Michele Broward, Rachael Peasley and Whitney Williams in regards to London's Live, Inc, an active for profit Florida Corporation doing business as The London Pub.

Article II - The Corporation

2.01 Articles of Incorporation were filed on March 17, 2017, creating London's Live, Inc as a Florida Corporation, Document # P17000025473, by Michele Broward who is listed as the President and Secretary. The Federal Employer Identification Number (FEIN) for London's Live, Inc is 82-0851945. IRS Form 2553 Election by a Small Business Corporation has been filed giving London's Live, Inc S-Corp status and declaring Michele Broward the original owner of 100% of the initial 10,000 shares of stock.

2.02 The name of the Corporation may be changed at anytime upon mutual agreement among the Owner(s) and Officer(s), and would entail filing Articles of Amendment with the State of Florida and the proper IRS Form for Corporate name changes.

2.03 London's Live, Inc does business as (DBA) The London Pub, a legal Fictitious Name registered in the State of Florida. London's Live, Inc also has registered with the State of Florida the legal Fictitious Name London's Pub, a DBA that the owners may or may not renew in five years.

Article III - Ownership Agreement

3.01 Prior to the opening of business as The London Pub, Michele Broward has entered into an agreement with Rachael Peasley and Whitney Williams that this Agreement will now formalize.

3.02 Michele Broward agrees to assign her 10,000 shares of London's Live, Inc and the title of President over to Whitney Williams, who will own said shares until such time as Michele Broward and Rachael Peasley are able to acquire them. Articles of Amendment will be filed with the State of Florida changing the Corporate Officers listed for London's Live, Inc from Michele Broward as President and Secretary to Whitney Williams as President, Michele Broward as Secretary, and Rachael Peasley as Treasurer. In exchange for transfer of ownership to Whitney Williams, the corporation agrees to employ Michele Broward as Co-Manager with Rachael Peasley

3.03 At a future date to be determined by Rachael Peasley, Whitney Williams will sell Common Stock Certificate No. 1 and its 5000 shares of London's Live, Inc to Rachael Peasley.

11/21/2017

3.04 At a future date to be determined by Michele Broward, Whitney Williams will sell Common Stock Certificate No. 2 and its 5000 shares of London's Live, Inc to Michele Broward

3.05 Each of these future transactions will be determined and occur independently of each other and have no bearing on any other future issues of stock or stock transactions

3.06 Future changes and additions to the Corporate Officers will be determined by the Owner(s) and Officer(s) and reported to the State of Florida via Articles of Amendments or Annual Reports

3.07 The Offices of President and Secretary will be filled at all times

3.08 Annual profits or losses will be reported on K-1s to the shareholders of record on December 31 of each tax year.

3.09 The Owner(s) and Officer(s) may by joint decision extend ownership to other persons or entities by selling any or all portions of their stock or by issuing new stock certificates, either Common Stock as are the current 10,000 shares or Preferred Stock

3.10 Unless by a mutual decision among the Owner(s), 50% of all Common Stock, with its inherent voting privileges, must be held collectively by Michele Broward, Rachael Peasley and/or Whitney Williams.

3.11 London's Live, Inc may be sold in its entirety at any time by mutual agreement among the Owner(s) and Officer(s).

3.12 London's Live, Inc may be dissolved at anytime upon the mutual agreement of the Owner(s) and Officer(s).

Article IV - Operating Agreement

4.01 Michele Broward and Rachael Peasley agree to share Management of the operations of The London Pub and collectively have the authority to make or delegate any and all management, employment and business decisions, including employee compensation for themselves as managers and others. They may consult or employ any outside person or entity to assist in the management of their operations.

Article V - Agreement Amending Process

5.01 This Agreement may be amended at anytime by mutual agreement of the Owner(s) and Officer(s).

11/21/2017

In Witness Whereof, the parties hereto have executed this Agreement the day and year first above written.

Michele Broward
Michele Broward, 1st Party

Whitney Williams
Whitney Williams, 3rd Party

Rachael Peasley
Rachael Peasley, 2nd Party

Philip Cross
Philip Cross, Witness

NOTARY PUBLIC, STATE OF FLORIDA, COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 17th day of August, 2017, by Michele Broward, President, Secretary and Co-Manager of London's Live, Inc, a Florida Corporation, on behalf of the Corporation. She X is personally known to me or has produced as identification.

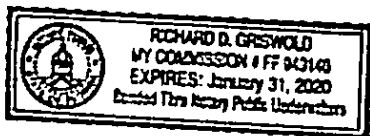
My Commission Expires:



Richard D. Griswold
Richard D. Griswold, Notary Public

The foregoing instrument was acknowledged before me this 17th day of August, 2017, by Rachael Peasley Co-Manager of London's Live, Inc, a Florida Corporation, on behalf of the Corporation. She X is personally known to me or has produced as identification.

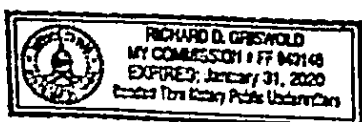
My Commission Expires:



Richard D. Griswold
Richard D. Griswold, Notary Public

The foregoing instrument was acknowledged before me this 17th day of August, 2017, by Whitney Williams, President Elect and Secretary Elect of London's Live, Inc, a Florida Corporation, on behalf of the Corporation. She X is personally known to me or has produced as identification.

My Commission Expires:



Richard D. Griswold
Notary Public

The date of each amendment(s) adoption: AUGUST 17, 2017, 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 10/15/2017

Signature Michele Broward
(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)

MICHELE BROWARD

(Typed or printed name of person signing)

SECRETARY

(Title of person signing)