

P180000046838

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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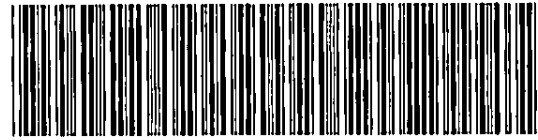
(Business Entity Name)

(Document Number)

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**COVER LETTER**

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: Iriscorp Inc.

DOCUMENT NUMBER: P18000046838

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

Please return all correspondence concerning this matter to the following:

Paolo Bosco

Name of Contact Person

Iriscorp Inc.

Firm/ Company

235 Estado Way NE

Address

St. Petersburg FL 33704

City/ State and Zip Code

paolo@iriscorp.us

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

For further information concerning this matter, please call:

Paul Paquin

Name of Contact Person

813

613-8648

at ( )

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  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

Articles of Amendment  
to  
Articles of Incorporation  
of

Iriscorp Inc.

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

P18000046838

(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

(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*

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 <input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove	DCMO	Philippe Theodore	500 E. Kennedy Blvd. #300 Tampa FL 33602
2) <input type="checkbox"/> Change <input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove	PT	Paolo Bosco	235 Estado Way NE St. Petersburg FL 33704
3) <input type="checkbox"/> Change <input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove	S	Paul Paquin	6104 Dory Way Tampa FL 33615
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 ATTACHED DOCUMENT

**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

TO AMEND ARTICLES OF INCORPORATION  
OF  
IRISCORP INC.  
A FLORIDA CORPORATION

ARTICLE 1 - PURPOSE

The purpose of these Articles of Amendment is to amend the Articles of Incorporation for IRISCORP INC filed with the Florida Secretary of State on May 21, 2018 to add additional articles and provisions.

ARTICLE 2 - CAPITAL STOCK

- a) Authorized Shares. The aggregate number of shares the corporation has authority to issue shall be 1,000,000 shares each with a par value of \$1 per share and which shall consist of 500,001 shares of Common Stock and 499,999 shares of Undesignated Stock. The Board of Directors of the corporation is authorized to establish from the Undesignated Stock, by resolution adopted and filed in the manner provided by law, one or more classes or series of shares, to designate each such class or series (which may include but is not limited to designation as additional Common Stock), and to fix the relative rights and preferences of each such class or series.
- b) Issuance of Shares. The Board of Directors of the corporation is authorized from time to time to accept subscriptions for, issue, sell and deliver shares of any class or series of the corporation to such persons, at such times and upon such terms and conditions

as the Board shall determine, establishing a price in money or other consideration, or a minimum price, or a general formula or method by which the price will be determined.

c) Issuance of Rights to Purchase Shares. The Board of Directors is further authorized from time to time to grant and issue rights to subscribe for, purchase, exchange securities for, or convert securities into, shares of the corporation of any class or series, and to fix the terms, provisions and conditions of such rights, including the exchange or conversion basis or the price at which such shares may be purchased or subscribed for.

### ARTICLE 3 – GRANTS OF STOCK

a) The Corporation may establish a stock option plan pursuant to which the Corporation has the right to grant options or warrants to employees or consultants of the Corporation for up to a maximum of shares of Common Stock.

b) The Corporation may compensate Corporation contractors for services rendered with grants of Corporation stock.

### ARTICLE 4 - RIGHTS OF SHAREHOLDERS

a) Preemptive Rights. Holders of shares of any class or series of the corporation shall be entitled to preemptive rights to subscribe for or purchase additional shares of that class or series or any other class or series of the corporation prior to shares being made available for purchase or hereafter authorized or issued.

b) No Cumulative Voting Rights. There shall be no cumulative voting by the shareholders of the corporation.

### ARTICLE 5 - MERGER, EXCHANGE, SALE OF ASSETS, AND DISSOLUTION

The approval of the Board of Directors and the affirmative vote of the holders of at least a majority of the voting power of all shares entitled to vote shall be required to authorize the corporation (i) to merge into or with one or more other corporations, (ii) to exchange its shares for shares of one or more other corporations, (iii) to sell, lease, transfer or otherwise dispose of all or substantially all of its property and assets, including its good

will, or (iv) to commence voluntary dissolution.

#### ARTICLE 6 - AMENDMENT OF ARTICLES OF INCORPORATION

After the issuance of shares by the corporation, any provision contained in these Articles of Incorporation may be amended, altered, changed or repealed by the affirmative vote of the holders of at least a majority of the voting power of all shares entitled to vote. As provided by Chapter 607, Florida Statutes, the Board of Directors shall also have the authority to amend these Articles of Incorporation.

#### ARTICLE 7 - LIMITATION OF DIRECTOR LIABILITY

To the fullest extent permitted by Chapter 607, Florida Statutes, as the same exists or may hereafter be amended, a director of this corporation shall not be personally liable to the corporation or its shareholders for monetary damages for breach of fiduciary duty as a director.



## CERTIFICATE OF ARTICLES OF AMENDMENT

The undersigned hereby certifies that he or she is the duly elected, qualified, and Acting Secretary of Iriscorp Inc., a Florida corporation, and that the foregoing Articles of Amendment were adopted at the organization meeting of the incorporators of the corporation held on September 28, 2018.

Dated: October 11, 2018

*/s/ Paul J. Paquin*

Acting Secretary

September 28, 2018

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.

12/10/18  
Dated \_\_\_\_\_

Signature Paul J. Paquin  
(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)

Paul J. Paquin

\_\_\_\_\_  
(Typed or printed name of person signing)

Secretary

\_\_\_\_\_  
(Title of person signing)