

P18000067383

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

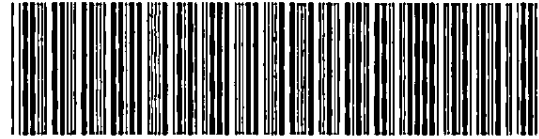
(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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FILED

2023 JAN -3 PM 4: 33

SECRETARY OF STATE  
TALLAHASSEE, FL

cf 1/4/2023

**COVER LETTER**

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: Syrena Swimwear

DOCUMENT NUMBER: P18000067383

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

Please return all correspondence concerning this matter to the following:

Marianella Miskovic  
Name of Contact Person  
Syrena Swimwear Inc  
Firm/ Company  
182 Via Veracruz  
Address  
Jupiter FL 33458  
City/ State and Zip Code  
mila@syrenaswimwear.com  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Marianella Miskovic at ( 561 ) 386-1717  
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 type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certified Copy<br>(Additional copy is<br>enclosed) | <input type="checkbox"/> \$52.50 Filing Fee<br>Certificate of Status<br>Certified Copy<br>(Additional Copy<br>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



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

December 8, 2022

MARIANELLA MISKOVIC  
182 VIA VERACRUZ  
JUPITER, FL 33458

SUBJECT: SYRENA SWIMWEAR INC.  
Ref. Number: P18000067383

We have received your document for SYRENA SWIMWEAR 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):

The agreement is not filed with our office, please retain them for your records; you can check only one (1) box regarding the adoption of amendment.

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.

Claretha Golden  
Regulatory Specialist II

Letter Number: 722A00027272

RECEIVED  
2022 JAN -3 PM 2:28

Articles of Amendment  
to  
Articles of Incorporation  
of

Syrena Swimwear Inc

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

P18000067383

(Document Number of Corporation (if known))

FILED

2023 JAN -3 PM 4:33

SECRETARY OF STATE  
TALLAHASSEE, FL

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:

(City)

Florida

(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>T</u>	<u>ARANGO, CATHERINE</u>	<u>3840 LYONS RD APT 304</u>
<input type="checkbox"/> Add			<u>COCONUT CREEK, FL 33073</u>
<input checked="" type="checkbox"/> Remove			
2) <input type="checkbox"/> Change	<u>CEO</u>	<u>ARANGO, CATHERINE</u>	<u>3840 LYONS RD APT 304</u>
<input type="checkbox"/> Add			<u>COCONUT CREEK, FL 33073</u>
<input checked="" type="checkbox"/> Remove			
3) <input type="checkbox"/> Change	<u>S, D</u>	<u>ARANGO, CATHERINE</u>	
<input type="checkbox"/> Add			<u>3840 LYONS RD APT 304</u>
<input checked="" type="checkbox"/> Remove			<u>COCONUT CREEK, FL 33073</u>
4) <input type="checkbox"/> Change	<u>T, S</u>	<u>MISKOVIC, MARIANELLA</u>	<u>182 VIA VERACRUZ</u>
<input checked="" type="checkbox"/> Add			<u>JUPITER FL, 33458</u>
<input type="checkbox"/> Remove			
5) <input type="checkbox"/> Change	<u>CEO</u>	<u>MISKOVIC, MARIANELLA</u>	<u>182 VIA VERACRUZ</u>
<input checked="" type="checkbox"/> Add			<u>JUPITER FL, 33458</u>
<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)*

N/A

**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)*

This amendment is cancelling all and any shares issued to Catherine Arango as she has transferred all of her shares to

Marianella Miskovic. This amendment confirms that Marianella Miskovic is the sole owner with 100% of shares of Syrena Swimwear Inc. Please see attached agreement by both parties.

## **COMPANY SALE AGREEMENT AND LOAN SETTLEMENT**

WHEREAS, On July 10, 2022, Catherine Arango, (referred to herein as "Cathy") will transfer 100% of her respective ownership and shareholder interests in a Florida corporation known as Syrena Swimwear, Inc., to Marianella Miskovic, (referred to herein as "Mila") the only other shareholders in Syrena Swimwear, Inc.

WHEREAS, Cathy has agreed to transfer all of her shares to Mila. No further payments are due and the financial terms of the parties Business Shares and Corporation Transfer Agreement have been concluded.

WHEREAS, Mila has endeavored to remove any personal liability of Cathy from the Syrena Swimwear, Inc. Lightstream loan 82157859 (balance \$39,400), Bank of America credit card (balance \$573.00), and SunTrust credit card account 5589664070043907 (balance \$8,368.00). The Lightstream Loan and two credit cards may be referred to herein as the "Loans". Each party wishes to resolve all issues between them, replace the provisions of the prior agreements between the parties with those set forth herein, and set forth their rights and responsibilities towards one another as to the Loans which Mila remains personally liable on.

NOW THEREFORE, in consideration of the mutual promises contained herein, it is hereby agreed as follows:

1. The foregoing recitals are true and correct and incorporated herein.
2. Cathy and Mila each represent that all known debts of Syrena Swimwear, Inc., including, but not limited to, the Loans, have been paid as and when due and that no debt of Syrena Swimwear, Inc. is delinquent or in default.
3. Mila hereby severally, indemnifies and holds harmless Cathy, from and against any existing monetary liability for the Loans in the approximate combined amount of \$48,000

given to Syrena Swimwear, Inc. Mila guarantees Loans will be paid in accordance with its terms.

4. Mila shall provide evidence of payment of this Loan each quarter until Cathy is released from liability under the Loans.

5. All other known lines of credit or financial guarantees of Cathy related to Syrena Swimwear, Inc. have been satisfied or closed.

6. Except for the obligations listed above which the parties shall continue to be bound, Catherine Arango (party of the first part) and Marianella Miskovic (party of the second part) hereby remise, release, acquit, satisfy, and forever discharge one another, of and from all, and all manner of obligations, actions, causes of action, suits, debts, dues, sums of money, accounts, reckonings, bonds, bills, specialties, covenants, contracts, controversies, agreements, promises, variances, trespasses, damages, judgments, executions, claims and demands whatsoever, in law or in equity, which either party ever had, now has, or which any personal representative, successor, heir or assign of either party, hereafter can, shall or may have, against the other party, for, upon or by reason of any matter, cause or thing whatsoever, from the beginning of the world to the day of these presents. Without limiting the generality of this release, it encompasses all claims which were or could have been raised, or which in any way relate to all claims that have or could have been raised in the past.

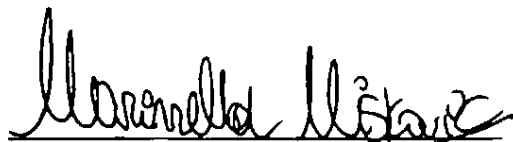
7. Upon the execution of this Agreement by each party, this Agreement may be presented to the County Court or local governing bodies to transfer ownership of Cathy to Mila as 100% owner of Syrena Swimwear Inc.

8. Should either party be required to enforce this Agreement, the prevailing party in any such litigation shall be entitled to an award of reasonable attorney's fees and costs from the



non-prevailing party.

DATED this 10 day of <sup>JULY</sup>~~June~~, 2022.



Marianella Miskovic



Catherine Arango

The date of each amendment(s) adoption: July 15 2022, if other than the date this document was signed.

Effective date if applicable: July 15 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.

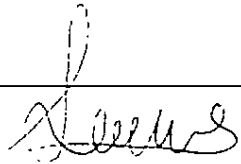
**Adoption of Amendment(s) (CHECK ONE)**

- ☐ 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 07/15/2022

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)

Marianella Miskovic

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

CEO & Founder

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