

P18000068983

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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(Business Entity Name)

(Document Number)

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Amend/cc
cc

JAN 22 2019
ALBRITTON

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Sandy Shores Medical Inc.

DOCUMENT NUMBER: P18000068983

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

Please return all correspondence concerning this matter to the following:

Mitchell Geisler
Name of Contact Person
Sandy Shores Medical
Firm/ Company
848 N Rainbow Blvd. Suite 2494
Address
Las Vegas Nevada 89107
City/ State and Zip Code

mitch@medimagingcorp.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Mitchell Geisler at (647) 288-1508
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 &
Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | <input checked="" 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

Sandy Shores Medical, Inc.

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

Sandy Shores Medical, Inc.

(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:

(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

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

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____
2) <input type="checkbox"/> Change	_____	_____	_____
<input 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)

See attached amendment. Amending to two classes of stock.

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)

STATE OF FLORIDA
AMENDMENT OF ARTICLES OF INCORPORATION
OF
SANDY SHORES MEDIAL INC.

Pursuant to the provisions of section 1006 of Title 36, Chapter 607 of the Florida Statutes (the "Florida Business Corporations Act"), Sandy Shores Medical, Inc., a Florida Profit Corporation (the "Corporation"), adopts the following amendment(s) to its Articles of Incorporation:

FIRST: That at a meeting of the Board of Directors of the Corporation resolutions were duly adopted setting forth a proposed amendment of the Certificate of Incorporation of said Corporation, declaring said amendment to be advisable and calling a meeting of the stockholders of said corporation for consideration thereof. The resolution setting forth the proposed amendment is as follows:

RESOLVED, that the Certificate of Incorporation of this Corporation be amended by changing Article IV thereof numbered so that, as amended, said Article shall be and reads as follows:

The Corporation is authorized to issue shares of capital stock to be designated, respectively, Class A Common Stock and Class B Common Stock (together, the "Common Stock"). The aggregate number of shares that the Corporation shall have authority to issue is 100 shares, divided into 95 shares of Class A Common Stock (the "Class A Common Stock") and 5 shares of Class B Common (the "Class B Common Stock").

Upon this Certificate of Amendment becoming effective pursuant to the Florida Business Corporations Act (the "Effective Time"), 95 shares of Common Stock issued and outstanding immediately prior to the Effective Time (the "Old Common Stock"), hereby is, automatically, without further action on the part of the Corporation or any holder of Old Common Stock, reclassified as 95 shares of Class A Common Stock and 5 shares of Class B Common Stock. From and after the Effective Time, certificates (if any) representing shares of Old Common Stock shall represent the number of shares of Common Stock into which such shares shall have been reclassified pursuant to this Certificate of Amendment. Holders of Class B Common Stock shall not be entitled to vote or permitted to transfer any one or all of their shares of Class B Common Stock except with the unanimous written consent of the Corporation's board of directors.

SECOND: That thereafter, the Corporation's stockholders agreed to adopt the resolution set forth above amending the Certificate of Incorporation by unanimous written consent in lieu of taking such action at a formal special meeting, pursuant to section 0704 of the Florida Business Corporations Act.

THIRD: That said amendment was duly adopted in accordance with the provisions of section 0821 of the Florida Business Corporations Act.

IN WITNESS WHEREOF, said Corporation has caused this certificate to be signed this 26 day of November, 2018.

By: 

Mitchell Geisler
Director

SECOND: That thereafter, the Corporation's stockholders agreed to adopt the resolution set forth above amending the Certificate of Incorporation by unanimous written consent in lieu of taking such action at a formal special meeting, pursuant to section 0704 of the Florida Business Corporations Act.

THIRD: That said amendment was duly adopted in accordance with the provisions of section 0821 of the Florida Business Corporations Act.

IN WITNESS WHEREOF, said Corporation has caused this certificate to be signed this
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By: 

Mitchell Geisler
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OF
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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.

January 14, 2019
Dated _____

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)

Mitchell Geisler

(Typed or printed name of person signing)

President, Director

(Title of person signing)