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**ARTICLES OF AMENDMENT  
OF  
ARTICLES OF INCORPORATION  
OF  
DMIL 360, INC.**

(Document Number P18000072129)

Pursuant to the provisions of Sections 607.0704 and 607.1003 of the Florida Business Corporation Act (the "FBCA"), DMIL 360, INC., a Florida corporation (the "Company"), hereby amends its Articles of Incorporation (the "Articles"), as follows:

1. Article VI is hereby stricken in its entirety and replaced with the following:

**Article VI – Capital Stock**

The maximum number of shares of capital stock which the Company shall be authorized to issue is 1,505,000,000 shares of capital stock, no par value, which shall be comprised of 1,500,000,000 shares of common stock and 5,000,000 shares of preferred stock. The Board of Directors shall have the power to issue the shares of preferred stock and to prescribe the classes, series and the number of each class or series of preferred stock and the voting powers, designations, preferences, limitations, restrictions and relative rights of each class or series of preferred stock.

**Series A Preferred Stock**

Section 1. **Designation and Authorized Shares.** The Company shall be authorized to issue 4,000 shares of Series A Preferred Stock, no par value.

Section 2. **Liquidation.** Holders of the Series A Preferred Stock shall have no priority right to receive assets or payment of any kind upon the liquidation, dissolution or winding up of the business of the Company.

Section 3. **Voting.** Except as otherwise expressly required by law, each holder of Series A Preferred Stock shall be entitled to vote on all matters submitted to shareholders of the Company and shall be entitled to 100,000 votes per share of Series A Preferred Stock (the "Voting Right") owned on the record date or, if no such record date is established, on the date such vote is taken or any written consent of shareholders is solicited, subject to adjustment as provided in Section 8 hereto. Except as otherwise required by law, the holders of shares of Series A Preferred Stock shall vote together with the holders of Common Stock on all matters and shall not vote as a separate class.

Section 4. **Dividends.** Holders of the Series A Preferred Stock shall have no priority right to receive dividends or distributions of the Company.

Section 5. **Conversion.**

- (a) **Conversion Right.** Each holder of Series A Preferred Stock may, from time to time,

convert any or all of such holder's shares, or fractions of shares, of Series A Preferred Stock into fully paid and non-assessable shares of Common Stock in an amount equal to 14,400 shares of Common Stock for each one share of Series A Preferred Stock surrendered ("Conversion Ratio"), subject to adjustment as provided in Section 8 hereto.

(b) **Conversion Procedure.** In order to exercise the conversion privilege under this Section 5, the holder of any shares of Series A Preferred Stock to be converted shall give written notice to the Company at its principal office that such holder elects to convert such shares of Series A Preferred Stock or a specified portion thereof into shares of Common Stock as set forth in such notice (the "Conversion Notice", and such date of delivery of the Conversion Notice to the Company, the "Conversion Notice Delivery Date"). Within two Business Days following the Conversion Notice Delivery Date, subject to Section 5(a), the Company shall issue and deliver a certificate or certificates representing the number of shares of Common Stock determined pursuant to this Section 5 (the "Share Delivery Date"). In case of conversion under this Section 5 of only a part of the shares of Series A Preferred Stock represented by a certificate surrendered to the Company, the Company shall issue and deliver a new certificate for the number of shares of Series A Preferred Stock which have not been converted, upon receipt of the original certificate or certificates representing shares of Series A Preferred Stock so converted. Until such time as the certificate or certificates representing shares of Series A Preferred Stock which have been converted are surrendered to the Company and a certificate or certificates representing the Common Stock into which such shares of Series A Preferred Stock have been converted have been issued and delivered, the certificate or certificates representing the shares of Series A Preferred Stock which have been converted shall represent the shares of Common Stock into which such shares of Series A Preferred Stock have been converted. The Company shall pay all documentary, stamp or similar issue or transfer tax due on the issue of shares of Common Stock issuable upon conversion of the Series A Preferred Stock. A "Business Day" means any day except Saturday, Sunday and any day which shall be a federal legal holiday in the United States or a day on which banking institutions in the State of New York are authorized or required by law or other government action to close.

(c) **Reservation of Common Stock.** The Company shall, at all times, reserve from its authorized Common Stock a sufficient number of shares to provide for conversion of all Series A Preferred Stock from time to time outstanding.

**Section 6. Record Holders.** The Company and its transfer agent, if any, for the Series A Preferred Stock may deem and treat the record holder of any shares of Series A Preferred Stock as reflected on the books and records of the Company as the sole true and lawful owner thereof for all purposes, and neither the Company nor any such transfer agent shall be affected by any notice to the contrary.

**Section 7. Restriction and Limitations.** Except as expressly provided herein or as required by law, so long as any shares of Series A Preferred Stock remain outstanding, the Company shall not, without the vote or written consent of the holders of at least a majority of the then outstanding shares of the Series A Preferred Stock, amend this Amendment or take any action which would adversely and materially affect any of the preferences, limitations or relative rights of the Series A Preferred Stock.

Section 8. Rights Upon Issuance of Other Securities.

(a) Adjustment of Conversion Ratio upon Subdivision or Combination of Common Stock. If the Company at any time after the issuance of shares of Series A Preferred Stock subdivides (by any stock split, stock dividend, recapitalization or other similar transaction) one or more classes of its outstanding shares of Common Stock into a greater number of shares, the Conversion Ratio and Voting Right in effect immediately prior to such subdivision will be proportionately increased. If the Company at any time after the issuance of shares of Series A Preferred Stock combines (by any reverse split, stock combination, recapitalization or other similar transaction) one or more classes of its outstanding shares of Common Stock into a smaller number of shares, the Conversion Ratio and Voting Right in effect immediately prior to such combination will be proportionately decreased. Any adjustment pursuant to this Section 8(a) shall become effective immediately after the effective date of such subdivision or combination. If any event requiring an adjustment under this Section 8(a) occurs during the period that a Conversion Ratio or Voting Right is calculated hereunder, then the calculation of such Conversion Ratio or Voting Right shall be adjusted appropriately to reflect such event.

(b) Calculations. All calculations under this Section 8 shall be made by rounding to the nearest cent or the nearest 1/100th of a share, as applicable. The number of shares of Common Stock outstanding at any given time shall not include shares owned or held by or for the account of the Company, and the disposition of any such shares shall be considered an issue or sale of Common Stock.

2. This Amendment to the Articles was duly adopted in accordance with the provisions of the FBCA and were approved by the majority shareholder of the Company.

3. All other provisions of the Articles shall remain in full force and effect.

IN WITNESS WHEREOF, the undersigned has executed this Articles of Amendment to the Articles this 4th day of January, 2021.



Fritz J. Valdeus, Chief Executive Officer