

P190000002307

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

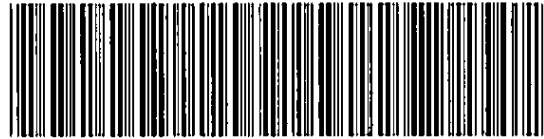
(Document Number)

Certified Copies _____

Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



000414579040

Amend

2023 AUG 25 AM 10:32

FILED

RECEIVED
2023 AUG 25 PM 3:25
TALLAHASSEE, FLORIDA
CORPORATION
REGISTRATION

A. RAMSEY

AUG 28 2023

CT CORP
(850)656-4724
3458 Lakeshore Drive,
Tallahassee, FL 32312

Date: 08/25/2023
Acc#I20160000072

en: c DW

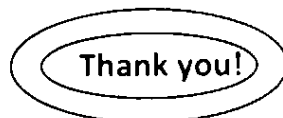
Name:	Knight Barry Title Solutions Inc.
Document #:	
Order #:	15096280

Certified Copy of Arts & Amend:	<input type="checkbox"/>		
Plain Copy:	<input type="checkbox"/>		
Certificate of Good Standing:	<input type="checkbox"/>		
Certified Copy of	<input type="checkbox"/>		
Apostille/Notarial Certification:	<input type="checkbox"/>	Country of Destination:	
		Number of Certs:	

Filing: <input checked="" type="checkbox"/>	Certified: <input checked="" type="checkbox"/>	Email Address for Annual Report Notifications: <div></div>
	Plain: <input type="checkbox"/>	
	COGS: <input type="checkbox"/>	

Availability _____
Document _____
Examiner _____
Updater _____
Verifier _____
W.P. Verifier _____
Ref# _____

Amount: \$ **43.75**



FILED

ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION 2023 AUG 25 AM 10:32
OF
KNIGHT BARRY TITLE SOLUTIONS INC. SECRETARY OF STATE
CHIEF OF BUREAU

Pursuant to the provisions of Section 607.1006, Florida Statutes, this Florida Profit Corporation adopts the following amendments to its Articles of Incorporation.

Corporation Name

The name of the corporation is KNIGHT BARRY TITLE SOLUTIONS INC.

Text of Amendment

The amendments adopted by the Corporation (the "**Amendments**") are set out in full as follows:

Article IV is replaced in its entirety with the following:

ARTICLE IV(A): The Corporation is authorized to issue Voting Common Stock, Non-Voting Common Stock, and Preferred Stock. The number of shares of which the Corporation shall have authority to issue is one hundred (100) shares of Voting Common Stock, no par value; four thousand and nine hundred (4,900) shares of Non-Voting Common Stock, no par value (the Voting Common Stock and the Non-Voting Common Stock shall be referred to as the "**Common Stock**"), and three thousand (3,000) shares of Preferred Stock with no par value ("**Preferred Stock**").

ARTICLE IV(B):

The following is a statement of the designations and the powers, privileges and rights, and the qualifications, limitations or restrictions thereof in respect of each class of capital stock of the Corporation.

A. COMMON STOCK

1. General. The voting, dividend and liquidation rights of the holders of the Common Stock are subject to and qualified by the rights, powers and preferences of the holders of the Preferred Stock set forth herein.

2. Voting. The holders of the Common Stock designated as Voting Common Stock are entitled to one (1) vote for each share of Common Stock held at all meetings of stockholders (and written actions in lieu of meetings). The holders of the Common Stock designated as Non-Voting Common Stock shall not be entitled to a vote at the meetings of the stockholders.

B. PREFERRED STOCK

The Preferred Stock shall have the following rights, preferences, powers, privileges and restrictions, qualifications and limitations.

1. Dividends.

From and after the date of the issuance of any shares of Preferred Stock, dividends at the rate per annum of eight percent (8%) of the Original Issue Price (as defined below) of such share, plus the amount of previously accrued dividends, compounded annually, shall accrue on each share then outstanding (the "**Accruing Dividends**"). Accruing Dividends shall accrue from day to day, whether or not declared, and shall be cumulative; provided, however, that except as set forth in the following sentence of this Section 1, such Accruing Dividends shall be payable only when, as, and if declared by the Board of Directors and the Corporation shall be under no obligation to pay such Accruing Dividends. The Corporation shall not declare, pay or set aside any dividends on shares of any other class or series of capital stock of the Corporation unless (in addition to the obtaining of any consents required elsewhere in this Amended and Restated Certificate of Incorporation) the holders of the Preferred Stock then outstanding shall first receive, or simultaneously receive, a dividend on each outstanding share of Preferred Stock in an amount at least equal to the amount of the aggregate Accruing Dividends then accrued on such share of Preferred Stock and not previously paid. The "**Original Issue Price**" shall mean, as to the Preferred Stock, \$1,000.00 per share, subject to appropriate adjustment in the event of any stock dividend, stock split, combination or other similar recapitalization with respect to the applicable Preferred Stock.

2. Liquidation, Dissolution or Winding Up; Certain Mergers, Consolidations and Asset Sales.

2.1 Preferential Payments to Holders of Preferred Stock. In the event of any voluntary or involuntary liquidation, dissolution or winding up of the Corporation, the holders of shares of Preferred Stock then outstanding shall be entitled to be paid out of the assets of the Corporation available for distribution to its stockholders, before any payment shall be made to the holders of Common Stock by reason of their ownership thereof, an amount per share equal to the Original Issue Price, plus any Accruing Dividends accrued but unpaid thereon, whether or not declared (the amount payable pursuant to this sentence is hereinafter referred to as the "**Liquidation Amount**"). If upon any such liquidation, dissolution or winding up of the Corporation or Deemed Liquidation Event (defined below), the assets of the Corporation available for distribution to its stockholders shall be insufficient to pay the holders of shares of Preferred Stock the full amount to which they shall be entitled under this Section 2.1, the holders of shares of Preferred Stock shall share ratably in any distribution of the assets available for distribution in proportion to the respective amounts which would otherwise be payable in respect of the shares held by them upon such distribution if all amounts payable on or with respect to such shares were paid in full. "**Deemed Liquidation Event**" means (a) any sale, lease, or transfer or series of sales, leases, or transfers of all or substantially all of the assets of the Corporation or (b) any merger, consolidation, recapitalization, or reorganization of the Corporation with or into another Person (whether or not the Corporation is the surviving corporation) that results in the inability of the holders of Common Stock (or other voting stock of the Corporation) immediately prior to such merger, consolidation, recapitalization, or

reorganization to designate or elect a majority of the board of directors (or its equivalent) of the resulting entity or its parent company.

2.2 Payments to Holders of Common Stock. In the event of any voluntary or involuntary liquidation, dissolution or winding up of the Corporation or Deemed Liquidation Event, after the payment in full of all Liquidation Amounts required to be paid to the holders of shares of Preferred Stock, the remaining assets of the Corporation available for distribution to its stockholders, the consideration not payable to the holders of shares of Preferred Stock pursuant to Section 2.1 or the remaining Available Proceeds, as the case may be, shall be distributed among the holders of shares of Common Stock, pro rata based on the number of shares held by each such holder.

3. Redemption.

3.1 General. Unless prohibited by Florida law governing distributions to stockholders, shares of Preferred Stock shall be redeemed by the Corporation at a price equal to an amount per share equal to the Original Issue Price, plus any Accruing Dividends accrued but unpaid thereon, whether or not declared (the "**Redemption Price**") in cash upon the Corporation giving notice to the shareholder holding Preferred Stock.

3.2 Surrender of Certificates; Payment. On or before the applicable redemption of Preferred Stock, each holder of shares of Preferred Stock to be redeemed shall, if a holder of shares in certificated form, surrender the certificate or certificates representing such shares (or, if such registered holder alleges that such certificate has been lost, stolen or destroyed, a lost certificate affidavit and agreement reasonably acceptable to the Corporation to indemnify the Corporation against any claim that may be made against the Corporation on account of the alleged loss, theft or destruction of such certificate) to the Corporation and thereupon the Redemption Price for such shares shall be payable to the order of the person whose name appears on such certificate or certificates as the owner thereof. In the event less than all of the shares of Preferred Stock represented by a certificate are redeemed, a new certificate, instrument, or book entry representing the unredeemed shares of Preferred Stock shall promptly be issued to such holder.

4. Redeemed or Otherwise Acquired Shares. Any shares of Preferred Stock that are redeemed or otherwise acquired by the Corporation or any of its subsidiaries shall be automatically and immediately cancelled and retired and shall not be reissued, sold or transferred. Neither the Corporation nor any of its subsidiaries may exercise any voting or other rights granted to the holders of Preferred Stock following redemption or acquisition.

5. Waiver. Except as otherwise set forth herein, any of the rights, powers, preferences and other terms of the Preferred Stock set forth herein may be waived on behalf of all holders of Preferred Stock by the affirmative written consent or vote of the holders of at least eighty percent (80%) of the shares of Preferred Stock then outstanding.

6. Voting. The holders of the Preferred Stock shall not be entitled to a vote at the meetings of the stockholders.

Adoption of Amendments

The Amendments were adopted on 8/23/2023 by the shareholders and directors. The number of votes cast for the Amendment by the shareholders was sufficient for approval.

Effective Date and Time

The effective date and time of these Articles of Amendment shall be the date and time they are filed with the Florida Department of State, Division of Corporations.

Execution

Date: 8/23/2023

Signature: _____

Name: _____

Title: _____

DocuSigned by:



30E678800EAC348D

Craig M. Haskins

Chief Executive Officer and
President