

P19000041511

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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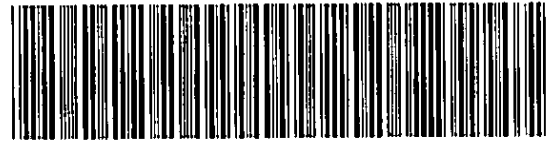
(Business Entity Name)

(Document Number)

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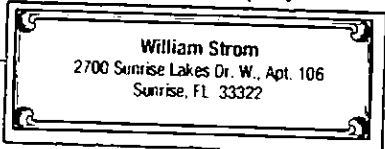
COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: PARADISE GP CONSULTING INC
DOCUMENT NUMBER: P29000041511

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

Please return all correspondence concerning this matter to the following:

WILLIAM B STROM
Name of Contact Person
PARADISE GP CONSULTING INC
Firm/ Company

City/ State and Zip Code
johnruss14@hotmail.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

WILLIAM B STROM at (786) 3890529
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:

- ☒ \$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
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

Articles of Amendment
to
Articles of Incorporation
of

PARADISE GP CONSULTING INC
(Name of Corporation as currently filed with the Florida Dept. of State)

2020 FEB -3 AM 11:56

P19 000041511
(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

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:

☒ Change PT John Doe

☒ Remove V Mike Jones

☒ Add SV Sally Smith

Type of Action
(Check One)

Title

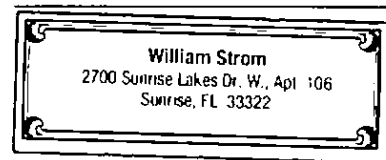
Name

Address

1) ☐ Change P DAVID HOBBS PO Box 15791
☒ Add SAVANNAH, GA 31416

☐ Remove

2) ☐ Change P WILLIAM B STROM



☐ Add

☒ Remove

3) ☐ Change

☐ Add

☐ Remove

4) ☐ Change

☐ Add

☐ Remove

5) ☐ Change

☐ Add

☐ Remove

6) ☐ Change

☐ Add

☐ Remove

E. If amending or adding additional Articles, enter change(s) here:

(Attach additional sheets, if necessary). (Be specific)

PLEASE SEE ATTACHED STATEMENT

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)

RE: Reasons for:

Resignation of William B Strom as President, and
Appointment of David Hobbs as President

David Hobbs is not a stockholder. Florida Law permits non-stockholders to be corporate officers. Both he and William Strom are business associates, both a Dynamics GP Consulting, and over the years they have assisted each other in the running of their consulting practices.

William Strom will remain as registered agent of the corporation. He is the sole shareholder of the corporation.

FACTS: The corporation had one client who decided to no longer utilize the services of William Strom. His corporation received the last check from this sole client in mid-December of 2019. Both parties knew from the beginning that the arrangement was short term and temporary.

The corporation is now dormant. The corporation is not actively pursuing sales activities to attract new clients for short term sales or services. William Strom is currently seeking full time employment, either as an employee or as a full-time independent contractor. He has determined that it would be a better use of his time to study for several Microsoft exams to enhance his skill set so he can be better qualified for employment than to pound the pavement looking for short-term work or clients. The software package he supports, Dynamics GP, is now considered to be a legacy application, and there are few new installations, and it does not make business sense to cold call to try to find clients. He has been contacting other dealers for development and enhancement work for Dynamics GP for the past year, and has concluded that there is very little demand for this work.

However, the corporate annual fee has been paid for 2020. Quite often, when you are working with IT recruiters, some of their clients prefer W2 candidates, others prefer Corp-to-Corp candidates. It would not be too burdensome to dissolve the corporation, and re-incorporate if necessary, but sometimes companies do not like dealing with newly incorporated corporations.

The corporation would not turn down any short-term clients that do not conflict with the search for long-term employment. If this happens, once these services begin, William Strom would not file any unemployment claims.

REASON FOR AMENDMENT

When he submitted his unemployment compensation claim on 1/27/2019, William Strom certified online that he was not an officer of the corporation. The web page represented that if an officer of a corporation files for unemployment compensation, he has deemed to have voluntarily quit the job, and is thus ineligible for unemployment compensation.

To avoid being accused of filing a false statement, William Strom decided to resign his position of President of his personal Subchapter S Corporation

William Strom argues strongly that this resignation DOES NOT constitute an effort to violate the intention of the Florida Statutes, Chapter 443, on Reemployment Insurance.

STRONG ARGUMENT IN LIGHT OF CHAPTER 443

William Strom, however, needs to provide a strong argument that even if he HAD NOT resigned his position as President of his corporation, that he would NOT be deemed to have voluntarily quit his job, and thus be ineligible for unemployment compensation.

Florida Statutes 443.031 confirms that under the Wagner-Peyer Act of 1933 that states need to implement a Rule of Liberal Construction "to promote employment security by increasing opportunities for reemployment and to provide, through the accumulation of reserves, for the payment of compensation to individuals with respect to their unemployment."

Florida Statutes 443.101 on Disqualification for Benefits does not explicitly state that if an officer of corporation files for unemployment compensation then he is automatically deemed to have voluntarily quit his position, thus making him ineligible. This chapter does not even discuss the issue.

The definitions in Florida Statutes 443.036(20)(c), however, does say this: "A person who is an officer of a corporation, or a member of a limited liability company classified as a corporation for federal income tax purposes, and who performs services for the corporation or limited liability company in this state, regardless of whether those services are continuous, is deemed an employee of the corporation or the limited liability company during all of each week of his or her tenure of office, regardless of whether he or she is compensated for those services. Services are presumed to be rendered for the corporation in cases in which the officer is compensated by means other than dividends upon shares of stock of the corporation owned by him or her."

William Strom has not performed services for the corporation subsequent to mid-December of 2019, and the corporation has been dormant after this date, as the FACTS section of this attachment demonstrates.

William Strom has resigned his position as President of his corporation. But even if he had not resigned, William Strom would not be deemed under Florida Statutes Chapter 443 to have voluntarily quit his position, because the sole client of the corporation discontinued the services of William Strom. Both parties knew from the beginning that the arrangement was short term and temporary.

The Florida Administrative Code provisions applicable to this Chapter 443 for Reemployment Insurance do not appear to be on the web. If the state wishes to provide them, we can review them also.

The date of each amendment(s) adoption: 1 27 2020, if other than the date this document was signed.

Effective date if applicable: 1 27 2020
(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):

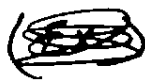
"The number of votes cast for the amendment(s) was/were sufficient for approval

by WILLIAM B STROM
(voting group)"

Dated 1 27 2020

Signature W B Strom
(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)

WILLIAM B STROM
(Typed or printed name of person signing)

 PRESIDENT (AT TIME OF SIGNING)
(Title of person signing)