

P20000063641

(Requestor's Name)

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(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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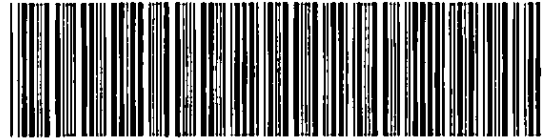
(Business Entity Name)

(Document Number)

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Amend

03/01/21--04:39--001 **35.00

FILED
2021 MAR -1 AM 11:53

APR 29 2021

A RAMSEY

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Findaway Inc.

DOCUMENT NUMBER: P20000063641

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

Please return all correspondence concerning this matter to the following:

Fredy Gonzalo Ludena

Name of Contact Person

Findaway Inc

Firm/ Company

244 SW 31st Ter

Address

Cape Coral, FL 33914

City/ State and Zip Code

fredy@jointfindaway.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Fredy Gonzalo Ludena

at ()

(239) 265-5897

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

Findaway Inc.

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

FILED

2021 MAR 11

AM 11: 53

P20000063641

(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) (e), 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) <input checked="" type="checkbox"/> Change	D S C CEO	Fredy Gonzalo Ludena	244 SW 31st Ter
<input type="checkbox"/> Add			Cape Coral, FL 33914
<input type="checkbox"/> Remove			
2) <input type="checkbox"/> Change	D	Paul Dworiansyn	234 NW 29th Ave
<input checked="" type="checkbox"/> Add			Cape Coral, FL 33993
<input type="checkbox"/> Remove			
3) <input type="checkbox"/> Change	D	Anthony Gamero	2022 SE 18th Ave
<input checked="" type="checkbox"/> Add			Cape Coral, FL 33990
<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			

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

See attached Articles of Amendment

(if not applicable, indicate N/A)

The date of each amendment(s) adoption: January 30, 2021, if other than the date this document was signed.

Effective date if applicable: January 30, 2021
(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 January 20, 2021

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)

Fredy Gonzalo Ludena

(Typed or printed name of person signing)

Chief Executive Officer

(Title of person signing)

**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
FINDAWAY INC.**

Findaway Inc., a corporation organized and existing under the laws of the State of Florida (the "Corporation"), in order to amend its Articles of Incorporation in accordance with the requirements of Chapter 607, Florida Statutes, does hereby certify as follows:

1. The Articles of Incorporation of the Corporation were filed by the Secretary of State of the State of Florida on August 3, 2020.
2. Upon the filing of the Articles of Amendment to the Articles of Incorporation, each share of the presently issued and outstanding common stock of the Corporation, without the taking of any action by the holder thereof, shall be converted to an issued and outstanding share of Class B Common Stock.
3. Pursuant to Section 607.1003, Florida Statutes, this amendment to the Articles of Incorporation was approved by a meeting of the shareholders of the Corporation held on January 30, 2020. The number of votes cast by holders of the common stock was sufficient for approval of this amendment. This amendment was approved by a meeting of the board of directors of the Corporation held on January 30, 2020.
4. These Articles of Amendment to the Articles of Incorporation shall be effective immediately upon filing by the Secretary of State of the State of Florida, and thereafter, (a) Article IV of the Articles of Incorporation of the Corporation shall read as set forth below, and (b) there shall be added to the Articles of Incorporation of the Corporation a new Article VII, which shall read as set forth below:

Article IV

- a. Authorized Capitalization. The total number of shares of capital stock authorized to be issued by this Corporation shall be:

4,500,000 shares of Class A Common Stock (the "Class A Common Stock"),
without par value; and

5,500,000 shares of Class B Common Stock (the "Class B Common Stock" and
collectively with the Class A Common Stock, the "Common Stock"), without par value.

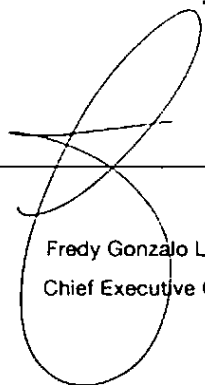
- b. Payment for Stock. The consideration for the issuance of said shares of capital stock may be paid, in whole or in part, in cash, in promissory notes, in other property (tangible or intangible), in labor or services actually performed for this corporation, in promises to perform services in the future evidenced by a written contract, or in other benefits to this corporation at a fair valuation to be fixed by the Board of Directors. When issued, all shares of stock shall be fully paid and nonassessable.
- c. Voting. The entire voting power of this Corporation shall be vested in the Common Stock. Subject to any agreement among the Corporation's stockholders to the contrary, (i) each share of Class A Common Stock shall entitle the holder thereof to one (1) vote at each meeting of the stockholders of this Corporation, and (ii) each share of Class B Common Stock shall entitle the holder thereof to twenty (20) votes at each meeting of the stockholders of this Corporation. There shall be no cumulative voting in the election of directors.
- d. Dividends. Any dividends are to be shared among the holders of shares of outstanding Class A Common Stock and Class B Common Stock on a share for share basis.
- e. Preferences in the Event of Liquidation. Upon the liquidation, dissolution or winding up of the business of this Corporation, whether voluntary or involuntary, the balance of any cash or assets remaining shall be distributed pro rata among the holders of the outstanding Class A Common Stock and the holders of the outstanding Class B Common Stock on a share for share basis.

Article VII

The Corporation elects to have preemptive rights as such rights are described in Section 607.0630, Florida Statutes, as such statute is in effect on January 30, 2021.

IN WITNESS WHEREOF, Findaway, Inc. has caused these Articles of Amendment to the Articles of Incorporation to be executed by Fredy Gonzalo Ludena, this 30th day of January, 2021.

Findaway Inc.



Fredy Gonzalo Ludena
Chief Executive Officer