

P20 0000 82118

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

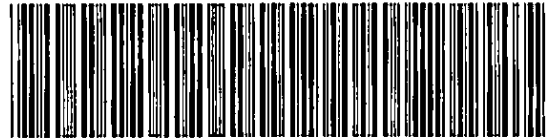
(Business Entity Name)

(Document Number)

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04/06/21 10:10

FILED

March 29, 2021

To: Florida Department of State
Division of Corporations

From: William R. O'Brien
President

USA Benefits Group, William R. O'Brien Corp
Doc # P20000082118

Dear Department of State and Division of Corporations:


In accordance with Amendment IX and X; the Board of Directors here provides Written Consent that:

1. Currently Stacy Lynn Sullivan (shown in error on Sunbiz.org as Stacy Lynn O'Brien) is listed as SD and is now, effective 3/29/2021, REMOVED as SD
2. Stacy Lynn Sullivan has agreed to Exchange 32 Shares to USA Benefits Group, William R. O'Brien Corp, for \$10.00 consideration, as attached executed Exchange Document details.
3. The Board of Directors further Re-Allocates the acquired 32 Shares from Exchange, as follows:
9 Shares to William R. O'Brien
9 Shares to Evan R. O'Brien
14 Shares to Blake A. O'Brien

Please contact me if corrections are required – William O'Brien, 813-428-0311

4116 Lamson Ave.

Spring Hill, Fl. 34608


William R. O'Brien

President

3/29/21

March 29, 2021

To: Stacy L. Sullivan

4116 Lamson Ave., Spring Hill, Fl. 34608

From: William R. O'Brien

President

USA Benefits Group, William R. O'Brien Corp

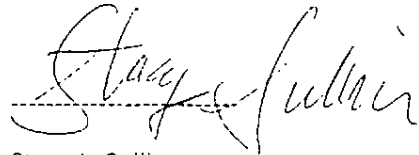
4116 Lamson Ave., Spring Hill, Fl. 34608

Doc # P20000082118

Dear Stacy,

This document serves as Exchange Agreement of Issued Shares, upon Removal from USA Benefits Group, William R. O'Brien Corp

I, Stacy L. Sullivan, in accordance with Amendment IX and X, for \$10.00 consideration, hereby agree to Exchange 32 Shares of issued stock of USA Benefits Group, William R. O'Brien Corp.

A handwritten signature in cursive script, reading "Stacy L. Sullivan", written over a horizontal dashed line.

Stacy L. Sullivan

Date: 3/29/21

Articles of Amendment
to
Articles of Incorporation
of

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

USA Benefits Group, William R. O'Brien Corp

(Document Number of Corporation (if known))

P20000082118

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

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:

| | | |
|--|-----------|--------------------|
| <input checked="" type="checkbox"/> Change | <u>PT</u> | <u>John Doe</u> |
| <input type="checkbox"/> Remove | <u>V</u> | <u>Mike Jones</u> |
| <input type="checkbox"/> Add | <u>SV</u> | <u>Sally Smith</u> |

Type of Action
(Check One)

Title

Name

Address

| | | | |
|--|-----------|---------------------------|------------------------------|
| 1) <input type="checkbox"/> Change | <u>SD</u> | <u>Stacy Lynn O'Brien</u> | <u>4116 Lamson Ave.</u> |
| <input type="checkbox"/> Add | | | <u>Spring Hill, FL 34608</u> |
| <input checked="" 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)

Add Article IX - Exchange, Cancellation
Removed Officer of Issued Shares.

This corporations Board of Directors
shall have full authority, by written consent,
without a meeting, to exchange shares
for agreed consideration, or cancel
without consideration, issued shares
of Removed officers and/or Directors.

Add Article X - Re-Allocation of remaining
Shares after a partial
Cancellation

This corporations Board of Directors shall have
full authority, by written consent, without a meeting,
to Re-Allocate outstanding shares after a partial
share cancellation.

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)

The date of each amendment(s) adoption: _____
date this document was signed.

March 29th, 2021

if other than the

Effective date if applicable: _____

March 29th, 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

3/29/21

Signature

WNO'Brien

(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 R. O'Brien

(Typed or printed name of person signing)

President

(Title of person signing)