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INC AMEND

1. **GC MORRIS HOLDINGS, INC.**

(CORPORATE NAME AND DOCUMENT #)

2.

(CORPORATE NAME AND DOCUMENT #)

3.

(CORPORATE NAME AND DOCUMENT #)

4.

(CORPORATE NAME AND DOCUMENT #)

5.

(CORPORATE NAME AND DOCUMENT #)

6.

(CORPORATE NAME AND DOCUMENT #)

**SPECIAL
INSTRUCTIONS:**

**ARTICLES OF AMENDMENT TO
THE ARTICLES OF INCORPORATION
OF
GC MORRIS HOLDINGS, INC.**

The undersigned corporation, in accordance with the Florida Business Corporation Act and its Bylaws, hereby adopts the following Articles of Amendment:

1. The name of the corporation is GC MORRIS HOLDINGS, INC.
2. Article 4 of this corporation's Articles of Incorporation is hereby amended in its entirety so as to read, after amendment, as follows:

"ARTICLE 4

Capital Stock

(a) This corporation shall be authorized to issue Ten Thousand (10,000) shares of common stock, par value of One Cent (\$0.01) per share, which shall be divided into two (2) classes: Class A Voting Common Stock, and Class B Non-Voting Common Stock. Said classes of common stock shall be identical in all respects, except that shareholders owning shares of Class B Non-Voting Common Stock shall have no voting rights of any kind or nature whatsoever.

The authorized issue of each class of common stock shall be as follows:

| <u>CLASS</u> | <u>AUTHORIZED TO ISSUE</u> |
|---------------------------------|----------------------------|
| Class A Voting Common Stock | 500 shares |
| Class B Non-Voting Common Stock | 9,500 shares |

The consideration for the issuance of said shares of common 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.

(b) In the election of directors of this corporation, there shall be no cumulative voting of the stock entitled to vote at such election."

3. There are currently fifty-one (51) issued and outstanding shares of common stock of this corporation held by its sole shareholder. Said shares were acquired as follows: (i) thirty-one (31) shares were originally issued to said sole shareholder by this corporation on December 15, 2020; and (ii) twenty (20) shares were acquired by the sole shareholder from

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a former shareholder for the sum of Four Million and 00/100 Dollars (\$4,000,000.00) on December 21, 2020.

4. Upon the filing of these Articles of Amendment, each share of currently issued common stock shall be exchanged for one (1) share of Class A Voting Common Stock and nineteen (19) shares of Class B Non-Voting Common Stock. Such exchange shall be recorded in the books and records of the corporation and stock certificates shall be issued to the current shareholder to evidence the exchange of shares of stock.
5. These Articles of Amendment have been duly adopted by a Joint Action by Written Consent of the Sole Shareholder and Director of this corporation on 2/28, 2022.

IN WITNESS WHEREOF, the undersigned has executed and delivered these Articles of Amendment on behalf of this corporation this 28 day of February, 2022.

GC MORRIS HOLDINGS, INC.

By: _____

Crystal Joy Morris, Director

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