

P21000051277

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

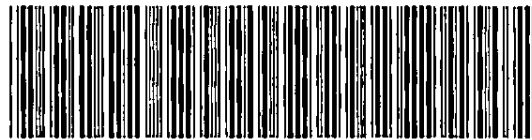
Special Instructions to Filing Officer:

J. HORNE

FEB 25 2022

2/11

Office Use Only



700378797187

~~01/03/22--01034--002 \*\*525.00~~

01/04/22--01022--002 \*\*525.00

FILED  
2022 FEB 11 AM 8:32  
SECRETARY OF STATE  
TALLAHASSEE, FL

**COVER LETTER**

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: OPEN OPPORTUNITIES FUND INC

DOCUMENT NUMBER: P21000051277

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

Please return all correspondence concerning this matter to the following:

MARTIN G. PREGO, ESQ.  
Name of Contact Person  
PREGO LAW GROUP PLLC  
Firm/ Company  
11098 BISCAYNE BLVD., STE 100-A  
Address  
NORTH MIAMI, FL., 33161  
City/ State and Zip Code  
mprego@pregolawgroup.com  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Martin G. Prego, Esq at ( 305 ) 498-6114  
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:

- |                                          |                                                                        |                                                                                                                |                                                                                                                            |
|------------------------------------------|------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------|
| <input type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certificate of Status | <input checked="" type="checkbox"/> \$43.75 Filing Fee &<br>Certified Copy<br>(Additional copy is<br>enclosed) | <input type="checkbox"/> \$52.50 Filing Fee<br>Certificate of Status<br>Certified Copy<br>(Additional Copy<br>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

OPEN OPPORTUNITIES FUND INC

FILED  
2022 FEB 11 AM 8:32

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

P210000051277

(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)

11098 Biscayne Blvd, STE 100-A (PLG)

North Miami, FL., 33161

**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

11098 Biscayne Blvd, STE 100-A

(Florida street address)

New Registered Office Address: North Miami, Florida 33161

(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.

Type of Action (Check One)	Title	Name	Address
1) <input type="checkbox"/> Change <input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove	Compt	Maltese, Cesar	
2) <input checked="" type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	P. CEO	ARTILES, Jose M.	1111 Brickell Bay Dr. #2807 Miami, FL., 33131 - USA
3) <input checked="" type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	SD	VILLUENDAS VERA, Fernando	1000 Brickell Ave. #925 Miami, FL., 33131 - USA
4) <input checked="" type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	D	RODRIGUEZ, Carlos J	1000 Brickell Ave. #925 Miami, FL., 33131 - USA
5) <input checked="" type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	D	PASTORE, Fabio	Via Dante Veroni 32 00049 Velletri, RM, IT
6) <input checked="" type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	D	OSMAN, Bulent	117 Leaves Green Rd. Keston, Kent BR2 6DG, UK

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:**

X Change                      PT      John Doe

X Remove                      V      Mike Jones

X Add                              SV      Sally Smith

Type of Action (Check One)	Title	Name	Address
1) <u>X</u> Change	<u>D</u>	<u>ARTILES, Jose Miguel JR</u>	<u>1111 Brickell Bay Dr., #2807</u>
<u>      </u> Add			<u>Miami, FL., 33131</u>
<u>      </u> Remove			
2) <u>      </u> Change	<u>D</u>	<u>VILLUENDAS, Helios</u>	<u>C/Ciudad 34, #1, Son Servera</u>
<u>X</u> Add			<u>07550 Baleares, Spain</u>
<u>      </u> Remove			
3) <u>      </u> Change	<u>D</u>	<u>ANTONELLI, Francesco</u>	<u>Via don Lorenzo Milani 14</u>
<u>X</u> Add			<u>25032 Chiari (bs) Brescia, IT</u>
<u>      </u> Remove			
4) <u>      </u> Change	<u>D</u>	<u>MORICI, Alberto</u>	<u>Via Montegiove 61, INT 4</u>
<u>X</u> Add			<u>Genzano di Roma, IT</u>
<u>      </u> Remove			
5) <u>      </u> Change			
<u>      </u> Add			
<u>      </u> Remove			
6) <u>      </u> Change			
<u>      </u> Add			
<u>      </u> Remove			

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

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

On October 21, 2021, The Board of Directors unanimously decided to authorized the Corporation to increase the total number of shares the corporation is authorized to issue from 44,000,000 shares to 124,000,000 shares of common stock.

As of October 21, 2021, the total outstanding shares of common stock is 124,000,000 shares with a nominal value of \$1.00 per share.

The current registered shareholders of the Corporation are shown on Exhibit A attached hereto.

**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)*

N/A

October 21, 2021

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

October 21, 2021

Effective date if applicable: \_\_\_\_\_  
(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 10/31/2021

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)

Martin Prego, Esq.

(Typed or printed name of person signing)

Legal Counsel

(Title of person signing)

# EXHIBIT A

## Corporate Share Registry

### Open Opportunities Inc.

As per October 21, 2021, the current shareholders of the Corporation are:

Shareholder Name	No. of Shrs.
AC Fidelity Fund Inc	5,300,000
Melt Fidelity Fund Inc	8,000,000
Melt Capital Fund Inc	9,800,000
The Admiral Investment Fund Inc	800,000
World Opportunities Fund Inc	1,700,000
Artes Capital Fund Inc	800,000
Artes Capital LLC	1,124,000
Between You and Me Foundation Inc	620,000
The Admirals Investment Fund Inc	4,400,000
Dreams that Change the World Ltd Company Number 13360329 Pais: UK	2,600,000
Working Together for Tomorrow Ltd Company Number 13363727 Pais: UK	2,600,000
IFW, Investment To Change The World Ltd Company Number 13360311 Pais: UK	4,400,000
Change the world Ltd Company Number 13366106 Pais: UK	1,236,000
Dreams that Change the World Foundation Inc	620,000
Bandenia Holdings USA, Inc	8,000,000
Bandenia Foundation Inc	6,200,000
Bandenia Opportunities Fund Inc	4,400,000
Fidelity American Investment Fund Inc	9,800,000
Bandenia Inc	11,600,000
Bandenia Financial Group Inc	10,700,000
BBP Bandenia Inc	9,700,000
AC Fidelity Holdings USA Inc	14,300,000
World Opportunities Fund Inc Company Number 1239994-6 Pais: Canada	5,300,000