

P220000041891

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

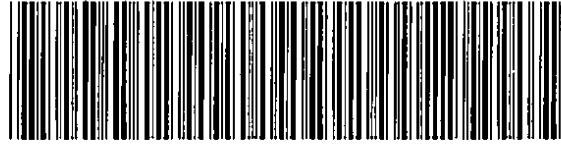
(Document Number)

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Amend

2023 NOV 28 AM 11:41

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2023 NOV 28 PM 1:11

RECEIVED

A. RAMSEY

NOV 29 2023



115 N CALHOUN ST., STE. 4
TALLAHASSEE, FL 32301
P: 866.625.0838
F: 866.625.0839
COGENCYGLOBAL.COM

Date: 11/28/2023

Name: Xavian Brown

Reference #: 2185961

Entity Name: TOM ZOSEL ASSOCIATES, INC.

Account#: I20000000088
For any issues please contact
Xavian Brown
518-213-0739

☐ Articles of Incorporation/Authorization to Transact Business

☒ Amendment

☐ Change of Agent

☐ Reinstatement

☐ Conversion

☐ Merger

☐ Dissolution/Withdrawal

☐ Fictitious Name

☐ Other _____

Authorized Amount: \$43.75

Signature: XPM

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Tom Zosel Associates, Inc.

DOCUMENT NUMBER: P22000041891

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

Please return all correspondence concerning this matter to the following:

Maria Kenigsberg
Name of Contact Person
Chuhak & Tecson, P.C.
Firm/ Company
120 S. Riverside Plaza, Suite 1700
Address
Chicago, Illinois 60606
City/ State and Zip Code
mkenigsberg@chuhak.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Maria Kenigsberg at (312) 855-5442
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 &
Certificate of Status | <input checked="" type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | <input type="checkbox"/> \$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

FILED

2023 NOV 28 AM 11:41

Tom Zosel Associates, Inc.

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

P22000041891

(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:

N/A
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)**

N/A

**C. Enter new mailing address, if applicable:
(Mailing address MAY BE A POST OFFICE BOX)**

N/A

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 N/A

(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:

X Change PT John Doe

X Remove V Mike Jones

X Add SV Sally Smith

Type of Action (Check One)	Title	Name	Address
1) <input type="checkbox"/> Change	_____	N/A	_____
<input type="checkbox"/> Add	_____	_____	_____
<input 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)

ARTICLE IV SHARES (SEE ATTACHED)

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

August 16, 2023

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

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.

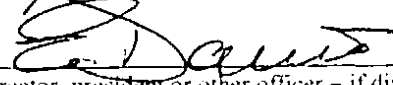
Adoption of Amendment(s) (CHECK ONE)

- ☐ 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 11/13/2023

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)

Evan Danner

(Typed or printed name of person signing)

President

(Title of person signing)

ATTACHMENT TO
ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
TOM ZOSEL ASSOCIATES, INC.

RESOLVED, that the Articles of Incorporation be amended to read as follows:

ARTICLE FOUR: Paragraph 1: The authorized shares of the Corporation are:

<u>Class</u>	<u>Series</u>	<u>Par Value Per Share</u>	<u>Number of Authorized Shares</u>
Common A Voting	None	No Par Value	10
Common B Non-Voting	None	No Par Value	90

Paragraph 2: The preferences, qualifications, limitations and the special or relative rights in respect of the shares of each class are:

The holders of Common A Voting stock will be entitled to one vote for each share on all corporate matters. The holders of the Common B Non-Voting stock shall not be entitled to vote on any corporate matter, provided that, so long as any shares of Common B Non-Voting stock are outstanding, the Corporation shall not, without the affirmative vote or the written consent as provided by law, of the holders of at least two-thirds (2/3) of the outstanding shares of Common B Non-Voting stock, voting as a class, change the preferences, rights or limitations with respect to the Common B Non-Voting stock in any material respect prejudicial to the holders thereof, or increase the authorized number of shares of Common B Non-Voting stock or Common A Voting stock; provided that the provisions hereof shall not in any way limit the right and power of the Corporation to issue any bonds, notes, mortgages, debentures, and other obligations, and to incur indebtedness to banks and to other lenders.

Except with respect to voting rights, each share of Common A Voting stock and Common B Non-Voting stock shall be entitled to the same rights, privileges and obligations.

As a result of this Amendment, each share of Common stock, no par value, of the Corporation will be cancelled in exchange for 0.10 shares of Common A Voting, no par value, of the Corporation and 0.90 shares of Common B Non-Voting stock, no par value, of the Corporation.

As of the effective date of these Articles, the following number of shares of each class of stock are issued:

<u>Class</u>	<u>Series</u>	<u>Par Value Per Share</u>	<u>Number of Issued Shares</u>
Common A Voting	None	No Par Value	10
Common B Non-Voting	None	No Par Value	90

As of the effective date of these Articles, the amount of paid-in-capital is unchanged.