

P23000051797

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

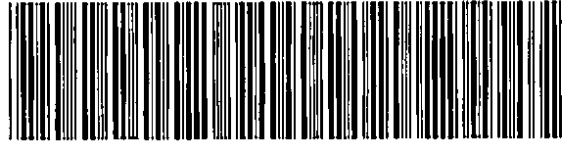
(Business Entity Name)

(Document Number)

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STATE
TALLAHASSEE, FL
TALLAHASSEE, FL

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: REX Energy USA, Inc.

DOCUMENT NUMBER: P23000051797

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

Please return all correspondence concerning this matter to the following:

Scott Graham

Name of Contact Person

REX Energy USA, Inc.

Firm/ Company

23318 NW Church Road

Address

Altha, Florida 32421

City/ State and Zip Code

scott@rexenergy.us

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

For further information concerning this matter, please call:

Scott Graham

Name of Contact Person

561

at (

343-8630

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

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DEPT. OF STATE
TALLAHASSEE, FL
FEB 15 PM 3:55

Articles of Amendment
to
Articles of Incorporation
of

REX Energy USA, Inc.

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

P23000051797

(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:

(City)

Florida

STATE
FL

(Zip Code)

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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	_____	_____	_____
<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			_____

2025 FEB -5 PM 3:55
STATE
SECRET

7:11 PM

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

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

1. Approval of Share Split The Corporation hereby authorizes and approves a share split, adjusting the

total number of shares issued and outstanding to 11,720,568 shares.

2. Approval of Share Issuance and Transfer (Attached in board resolution)

3. Additional Share Issuance to the Following New Shareholders (Attached in board resolution)

The Corporation approves the issuance of 500,000 additional fully paid shares to new shareholders and the registry

The total amount of shares on issue are to increase by 500,000 shares to 12,220,568 shares on issue.

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)

60

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CLERK OF STATE
DEPT. OF TREASURY

FILED

February 5th, 2025

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

February 5th, 2025

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)

5th February 2025
Dated _____

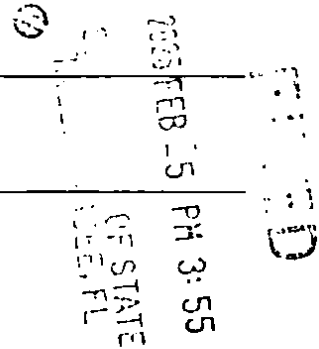
Signature _____
(By a director, president or other officer – if directors or officers have not been selected, by an incorporator – if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Scott A. Graham

(Typed or printed name of person signing)

Director, President and CEO

(Title of person signing)



BOARD RESOLUTION OF REX ENERGY, INC.

Doc number P2300005179

A Florida Corporation

RESOLUTION TO APPROVE SHARE SPLIT AND DISTRIBUTION

This **Board Resolution** of **REX Energy, Inc.** (the "Corporation"), a corporation duly organized and existing under the laws of the State of Florida, is made and entered into as of this **4th day of February, 2024**, by the **Board of Directors**, following a meeting duly convened in accordance with the Corporation's governing documents.

WHEREAS:

1. The Corporation has determined that it is in the best interests of the company and its shareholders to **split its shares** to achieve a total of **11,720,568 shares on issue**.
2. The Corporation has transitioned from an Australian entity to a U.S.-based entity, and in doing so, seeks to distribute shares to existing shareholders in accordance with their prior entitlements from the Australian entity.
3. The shares to be issued are **fully paid** and shall be recorded accordingly in the Corporation's share register.

RESOLVED THAT:

1. Approval of Share Split

The Corporation hereby **authorizes and approves** a share split, adjusting the total number of shares issued and outstanding to **11,720,568 shares**.

2. Approval of Share Issuance and Transfer

The Corporation shall **issue and allocate** the following fully paid shares to the individuals and entities listed below, reflecting the transition of their shareholding from the prior Australian entity to the U.S.-based Corporation:

Name / Entity	Address	Shares Issued
DAVID JOHN LEWIN SIMMONS	125A Mallard Court, UPPER CABOOLTURE QLD 4510	110,000
CHRISTOPHER JOSEPH MONSOUR	Unit 202, 8 Distillery Drive, PYRMONT NSW 2009	142,000
HTA Advisory FP Pty Ltd (ACN: 145330641)	Level 4, 141 Osborne St, South Yarra VIC 3141	402,772
Teresa and Edward Fellows	7065 Maynard Place, New Albany, Ohio 43054 USA	60,000
DAVID ROSENFELD	Unit A, 98 Birriga Road, BELLEVUE HILL NSW 2023	50,000
LIONEL BROWN PTY LTD (ACN: 081 047 136)	9 Clovelly Street, WATSONS BAY NSW 2030	19,053
AVINESH NAIDU	27 Gowanlea Avenue, ELIZABETH HILLS NSW 2171	44,987
MANIRAJ MAHENDRARAJAH	79 Grantham Road, SEVEN HILLS NSW 2147	112,467
EMERY ANTHONY FEYZENY & JUDY EVE FEYZENY	Unit 1, 30 Dalley Avenue, VAUCLUSE NSW 2030	28,534
Thomas Guthrie Campbell	30-34 Michelle Drive, Cedar Grove QLD 4285	111,218
Hannah Grace Watts (ATF Watts Family Trust)	84 Carrara Street, Mount Gravatt East, QLD 4122	110,000
Liberty Holdings Trust	23318 NW Church Road, Altha, Florida 32421	10,375,755

3. Additional Share Issuance to the Following New Shareholders

The Corporation **approves the issuance** of the following additional fully paid shares to new shareholders and the registry:

Name / Entity	Address	Shares Issued
Ahmed Gondal	Kleiva 25, 1476 Rasta, Norway	100,000
Asim Ghazanfar Kiyani	Paal Bergs Vei 42, 1348 Rykkinn Norway	250,000
Kenneth Michael Edeker	910 Woodbriar Ct, Fort Walton Beach, FL 32547	150,000

FURTHER RESOLVED THAT:


1. The Corporation's **Secretary** is directed to update the corporate share registry and issue the respective share certificates to the shareholders listed above.
2. The Board of Directors **authorizes** the Corporation's **officers and agents** to execute any necessary documentation to affect the share issuance.
3. These actions are to be **recorded and reflected** in the Corporation's official records, ensuring compliance with all legal and regulatory requirements.
4. The total amount of shares on issue are to increase by 500,000 shares to 12,220,568 shares on issue.

CERTIFICATION

The undersigned, being the **duly authorized officers** of the Corporation, hereby certify that the foregoing is a true and correct copy of a resolution duly adopted by the **Board of Directors** of REX Energy, Inc. at a meeting held

on **4th of February, 2025**, and that said resolution is in full force and effect as of the date hereof.

Signed on behalf of the Board of Directors:

A handwritten signature in black ink, appearing to be 'S. Graham', written over a horizontal line.

Scott A. Graham

Chairman of the Board / Director

A handwritten signature in black ink, appearing to be 'S. Graham', written over a horizontal line.

Scott A. Graham

Corporate Secretary

This **formal Board Resolution** provides the legal framework for the **share split and transfer**, ensuring compliance with **corporate governance requirements** in Florida and reflecting the **transfer from the Australian entity to the U.S.-based entity**. Let me know if any changes are needed.