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Amend
T. Lewis 2/26/04

MARIO G. DE MENDOZA, III, P.A.
ATTORNEY AT LAW
12765 FOREST HILL BOULEVARD
SUITE 1302
WELLINGTON, FLORIDA 33414
TELEPHONE: (561) 659-1111
TELEFAX: (561) 784-2933
E-MAIL: office@pblaw.us

February 20, 2004

VIA FEDEX

AMENDMENT SECTION
Division of Corporations
Department of State
409 East Gaines Street
Tallahassee, Florida 32399

Re: Concept 2 Market, Inc.
Our File No. 4719.6

Dear sir or madam:

Enclosed please find an original and a photocopy of a fully executed Articles of Amendment of the Articles of Incorporation of Concept 2 Market, Inc., together with a check in the amount of $43.75 representing payment of the filing fee and payment for a certified copy. I have enclosed a stamped, self-addressed envelope for return of the certified copy to me.

Thank you for your assistance.

Sincerely,

Mario G. de Mendoza, III

MGMIII.dw
Enclosures
F:\CORPS\Concept 2 Market, Inc\Secy State ltr to file Articles of Amendment OFN 4719.6 on 2.20.04.wpd

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TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT OF THE ARTICLES OF INCORPORATION OF CONCEPT 2 MARKET, INC.

Pursuant to the provisions of the Florida General Corporation Act, the undersigned for profit Florida corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the corporation is Concept 2 Market, Inc.

2. The following amendment of the Articles of Incorporation was adopted by the shareholders of the Corporation on the 28th day of January, 2004, in the manner prescribed by the Florida General Corporation Act:

Article 4 of the Articles of Incorporation of Concept 2 Market, Inc., which were filed on December 8, 1994, is hereby deleted in its entirety and is amended to read as follows:

Article IV - Capital Stock

The total number of shares of capital stock which the corporation shall have the authority to issue is as follows:

(a) Ten Thousand (10,000) shares of Class A voting common stock having no par value.

(b) Forty Thousand (40,000) shares of Class B non-voting common stock having no par value.

Except as otherwise required by law, the holders of the outstanding Class A shares shall have exclusive voting rights and powers, and they shall be the only stockholders entitled to vote at any meeting of the stockholders. The holders of the outstanding Class B shares shall not be entitled to any voting powers at any stockholders' meeting.

3. The number of shares of the Corporation outstanding at the time of adoption of the amendment, and the number of shares entitled to vote thereon, was 810. The amendment was unanimously approved by action of the shareholders taken without a meeting.

4. The amendment shall be effective upon the filing of these Articles of Amendment with the Florida Department of State.

Dated: 2 - 20, 2004.

CONCEPT 2 MARKET, INC.

By: Joseph Messina
Joseph Messina, President

STATE OF New Jersey
COUNTY OF Essex

BEFORE ME, the undersigned authority, personally appeared Joseph Messina, the President of Concept 2 Market, Inc., who is personally known to me or who produced ______________________ as identification, and who did (not) take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal, at Bloomfield in said County and State this 20th day of February, 2004.

(SEAL)

NOTARY PUBLIC
My Commission Number: 2017151
My Commission Expires: 062305

PHILIP F. SALMON
NOTARY PUBLIC OF NEW JERSEY
Commission Expires 6/23/2005