

Sep 2, 2022 4:56PM

No. 0000

P95000043094

Florida Department of State
Division of Corporations
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**COR AMND/RESTATE/CORRECT OR O/D RESIGN
WAL - ROSE, INC.**

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**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
WAL-ROSE, INC.**

WHEREAS, the name of the Corporation is Wal-Rose, Inc., and

WHEREAS, the Corporation was incorporated on May 26, 1995 by filing its Articles of Incorporation and was assigned document number P95000043094; and

WHEREAS, the Corporation wishes to amend the aforesaid Articles of Incorporation; and

WHEREAS, the Shareholders, by Unanimous Written Consent dated September 2, 2022, voted to amend the aforesaid Articles of Incorporation in the manner hereinafter set forth;

NOW, THEREFORE, the Articles are amended as follows:

1. Article IV. Capital Stock of the Articles of Incorporation of the Corporation is hereby deleted in its entirety, and the following substituted therefor:

"ARTICLE IV. Capital Stock

The authorized capital stock of this Corporation shall be divided into two (2) classes as follows:

(a) Class A Voting Common Stock. The maximum number of shares of Class A Voting Common Stock that this Corporation is authorized to issue and have outstanding at any one time is ONE HUNDRED (100) shares having a par value of \$1.00 per share. Each share of Class A Common Stock shall have one (1) vote.

(b) Class B Non-Voting Common Stock. The maximum number of shares of Class B Non-Voting Common Stock that this Corporation is authorized to issue and have outstanding at any one time is NINE HUNDRED (900) shares having a par value of \$1.00 per share.

Class A Voting Common Stock and Class B Non-Voting Common Stock shall confer identical rights to the holders thereof, except for the difference in voting rights. Holders of Class A Voting Common Stock shall have the right to vote on all matters which may properly come before the Shareholders of the Corporation. Class B Non-Voting Common Stock shall not confer any voting rights on the holders thereof. For the avoidance of doubt, any reference made in these Articles to 'shareholders of the Corporation' or like reference, including in respect to any amendment to these Articles unless otherwise required by law, shall mean the shareholders holding Class A Voting Common Stock."

2. Cancellation and reissuance of shares under the classes of stock established by these Articles of Amendment will be implemented by and pursuant to the Unanimous Written Consent of the Shareholders dated September 2, 2022, which the Corporation has acknowledged and agreed to.

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3. Except as modified herein, and except for amendments to the Corporation's principal place of business, registered agent, and other like changes on file with the Florida Department of State, the Articles of Incorporation of said Corporation shall be and remain in full force and effect.


4. These Articles of Amendment shall be effective upon acceptance by the Florida Department of State.

IN WITNESS WHEREOF, these Articles of Amendment have been executed on September 2, 2022.

WAL-ROSE, INC.,
a Florida corporation

By: 
W. Duane Griffith, Jr., President

Attest:

By: 
Melinda Griffith, Secretary

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