

P96000066700

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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PICK-UP

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(Business Entity Name)

(Document Number)

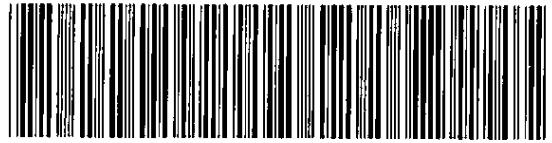
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Texas Bar Only
David J. Volk, Esq.
15 Years Board Certified Business Litigation

May 13, 2024

Via U.S. Mail

Cord Byrd
Florida Secretary of State
P.O. Box 6327
Tallahassee, FL 32314

Re: Ferguson Nursery Inc.

Dear Mr. Byrd:

Please find enclosed a check #6327 for processing the enclosed the Articles of Amendment for Ferguson Nursery, Inc. Please send confirmation that the Articles have been received and processed to me at the address below. In the alternative, you can email me confirmation to RBlanchfield@VolkLawoffice.com.

Thank you for your consideration.

Sincerely,

/s/ Robert E. Blanchfield

Robert E. Blanchfield

REB/dr
Enclosures: (as stated)
cc: Ferguson Nursery Inc.

Enclosed is a check for the following amount made payable to the Florida Department of State:

☐ \$35 Filing Fee ☐ \$43.75 Filing Fee & ☐ \$43.75 Filing Fee & X \$52.50 Filing Fee
Certificate of Status Certified Copy Certificate of Status
(Additional copy is (Additional Copy (Additional Copy
enclosed) is enclosed)

Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327

Street Address

Amendment Section
Division of Corporations
The Centre of Tallahassee, FL 32314
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

**Articles of Amendment to
Articles of Incorporation of**

Ferguson Nursery, Inc.

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

P96000066700

(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:

NA

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:

NA

(Principal office address **MUST BE A STREET ADDRESS**)

C. Enter new mailing address, if applicable:

NA

(Mailing address **MAY BE A POST OFFICE BOX**)

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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 Amanda Ferguson

(Florida street address)

New Registered Office Address: 5025 Richland Road, Melbourne, Florida 32934
(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) (e), 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:

<input checked="" type="checkbox"/> Change	<u>PT</u>	<u>John Doe</u>
<input checked="" type="checkbox"/> Remove	<u>V</u>	<u>Mike Jones</u>
<input checked="" type="checkbox"/> Add	<u>SV</u>	<u>Sally Smith</u>

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
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1) <input checked="" type="checkbox"/> Change	<u>VST</u>	<u>Amanda Ferguson</u>	<u>5025 Richland Road</u> <u>Melbourne, FL 32934</u>
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- 2) ☒ Change ☐ P Alex C. Ferguson 5025 Richland Road
Melbourne, FL 32934
- 3) ☒ Remove ☐ P Shirley Ferguson 5025 Richland Rd
Melbourne, FL 32934

E. If amending or adding additional Articles, enter change(s) here: (Attach additional sheets, if necessary). (Be specific)

NA

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)

Yes, all shares owned by Shirley Ferguson will be transferred to Amanda Ferguson and Alex C. Ferguson as follows:

Shirley Ferguson has been owner of 51% of shares. Of her 51% of shares, 25% of her shares are transferred to Amanda Ferguson.

26% of her shares are transferred to Alex C. Ferguson

Therefore, new ownership is as follows: Alex C Ferguson: 75% and Amanda Ferguson: 25%

These changes are reflected in a shareholder's agreement or shareholders and in a corporate resolution.

April 19, 2024

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 6/4/24

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)

Amanda Ferguson
(Typed or printed name of person signing)

Secretary / Treasurer
(Title of person signing)