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CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known):

Linters Inc

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DIVISION OF CORPORATION

NEW FILINGS	
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<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A. Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
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REGISTRATION/QUALIFICATION	
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☐ FICTITIOUS NAME SEARCH
☐ CORP SEARCH

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 11, 1998

UCC FILING & SEARCH SERVICES

TALLAHASSEE, FL

SUBJECT: LINTERS INC.
Ref. Number: P96000071955

NEED TODAY

Corrected

We have received your document for LINTERS INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of the person signing the document must be typed or printed beneath or opposite the signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6908.

Teresa Brown
Corporate Specialist

ATTN

Letter Number: 598A00046141

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DIVISION OF CORPORATION

ARTICLES OF AMENDMENT
OF
LINTERS INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 607.1006 of the Florida Business Corporation Act (the "FBCA"), the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: The name of the corporation is Linters Inc. (the "Corporation").

SECOND: The Articles of Incorporation are hereby amended as follows:

ARTICLE V

Capital Stock

1. Authorized Capital. The maximum number of shares of stock which this Corporation is authorized to have outstanding at any one time is 31,000,000 shares, which shall be divided into classes as follows:

- (a) Ten Million (10,000,000) shares of preferred stock with no par value (hereinafter referred to as "Preferred Stock");
- (b) Twenty Million (20,000,000) shares of voting common stock with no par value (hereinafter referred to as "Voting Common Stock"); and
- (c) One Million (1,000,000) shares of non-voting common stock with no par value (hereinafter referred to as "Non-Voting Common Stock," with the Voting Common Stock and Non-Voting Common Stock sometimes collectively referred to herein as the "Common Stock").

All of such shares, when issued, shall be fully paid and non-assessable.

2. Preferred Stock. The Board of Directors is authorized at any time and from time to time to divide the Preferred Stock into one or more series and to fix and determine the relative rights, preferences and limitations of the shares of any series so established. The Board of Directors shall adopt a resolution establishing and designating the series, determining the number of shares which shall constitute such series and determining the relative rights, preferences and limitations thereof, which relative rights, preferences and limitations may differ with respect to each series as to:

- (a) The rate or manner of payment of dividends on such series, including the dividend rate, the date of declaration and payment, and whether and the extent to which such dividends shall be cumulative;
- (b) Whether the shares of such series may be redeemed, and if so, the redemption price and the terms and conditions of redemption;
- (c) The amount payable upon shares of such series in the event of voluntary or involuntary liquidation, dissolution or winding up of the affairs of the Corporation;
- (d) Sinking fund provisions, if any, for the redemption or purchase of shares of such series;
- (e) The terms and conditions, if any, on which shares of such series may be converted

- into shares of any other class or series;
- (f) Voting rights, if any; and
- (g) Any other relative rights, preferences and limitations for such series which Florida law empowers the Board of Directors to determine.

Except in respect of the relative rights, preferences and limitations that may be fixed by the Board of Directors pursuant to this Section, all shares of Preferred Stock shall be identical.

Dividends on outstanding shares of Preferred Stock shall be declared and paid or set apart for payment before any dividends shall be declared and paid or set apart for payment on the outstanding shares of Common Stock with respect to the same quarterly period. Dividends on any shares of Preferred Stock shall be cumulative only if and to the extent determined by resolution of the Board of Directors, as provided above. In the event of any liquidation, dissolution or winding up of the affairs of the Corporation, whether voluntary or involuntary, the outstanding shares of Preferred Stock shall have preference and priority over the outstanding shares of Common Stock for payment of the amount, if any, to which shares of each outstanding series of Preferred Stock may be entitled in accordance with the terms and rights thereof and each holder of Preferred Stock shall be entitled to be paid in full such amount, or have a sum sufficient for the payment in full set aside, before any such payments shall be made to the holders of Common Stock.

3. Conversion of the Non-Voting Common Stock. Each share of Non-Voting Common Stock shall automatically convert into a share of Voting Common Stock upon a sale of such Non-Voting Common Share (i) in a public offering, (ii) in a tender offer or other sale of control approved by the Board of Directors of the Corporation, such that the Non-Voting Common Stock is treated on a pari passu basis with the Voting Common Stock, and/or (iii) by the holder thereof to an unaffiliated third party provided that such sale is not in an amount exceeding two percent (2%) of the aggregate Voting Common Stock then outstanding. In addition, the Non-Voting Common Stock shall be convertible at any time from time to time into Voting Common Stock at the option of the holder of such Non-voting Common Stock, so long as such conversion does not violate any applicable banking laws or regulations.

4. Common Stock. Each holder of Voting Common Stock shall have one vote for each share of Voting Common Stock standing in his name on the books of the Corporation. Holders of Non-Voting Common Stock shall have no right to vote their shares of Non-Voting Common Stock, except to the extent provided by applicable law. Except with respect to voting and conversion, each share of Voting Common Stock and each share of Non-Voting Common Stock shall have identical rights, powers, preferences and limitations. Subject to the rights and preferences of the Preferred Stock, holders of Common Stock are entitled to such dividends as may be declared by the Board of Directors out of funds lawfully available therefor. Upon any liquidation, dissolution or winding up of the affairs of the Corporation, whether voluntary or involuntary, holders of Common Stock are entitled to receive pro rata the remaining assets of the Corporation after the holders of Preferred Stock have been paid in full the sums to which they are entitled.

5. No Preemptive Rights. No holder of any shares of capital stock of this Corporation of any kind, class or series shall have, as a matter of right, any preemptive or preferential right to subscribe for, purchase or receive any shares of the capital stock of this Corporation of any kind, class or series or any other securities or obligations of this Corporation, whether now or hereafter authorized.

THIRD: The amendment does not provide for an exchange, reclassification, or cancellation of issued shares.

FOURTH: The foregoing amendment was adopted by the Board of Directors of the Corporation on September 8, 1998 and was approved by the shareholders of the Corporation on September 9, 1998 who, by written consent, cast a sufficient number of votes to approve the amendment in accordance with the provisions of Sections 607.1006, 607.7025 and 607.7026 of the FBCA.

Dated: September 9, 1998

LINTERS INC.

By:

Its:


President & CEO

Tim Paterson-Brown