

**P 97000032622**

Florida Department of State  
Division of Corporations  
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((H07000129214 3)))



H070001292143ABC-

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To: Division of Corporations  
Fax Number : (850) 205-0380

From: Account Name : CUMMINGS & LOCKWOOD  
Account Number : 102336001100  
Phone : (239) 649-3186  
Fax Number : (239) 263-0703

**FILED**  
07 MAY 11 PM 3:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**COR AMND/RESTATE/CORRECT OR O/D RESIGN**

**ROYAL PALM DIVERSIFIED HOLDINGS, INC.**

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*Jane Chang*

*5/14/07 DC*

(((H07000129214 3)))

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** Royal Palm Diversified Holdings, Inc.

**DOCUMENT NUMBER:** P97000032622

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

Please return all correspondence concerning this matter to the following:

Doreen Bennett

(Name of Contact Person)

Cummings & Lockwood LLC

(Firm/ Company)

3001 Tamiami Trail North, Suite 400

(Address)

Naples, Florida 34103

(City/ State and Zip Code)

For further information concerning this matter, please call:

Doreen Bennett

(Name of Contact Person)

at ( 239 ) 649-3129

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☐ \$35 Filing Fee

☐ \$43.75 Filing Fee &  
Certificate of Status

☒ \$43.75 Filing Fee &  
Certified Copy  
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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  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

(((H07000129214 3)))



May 11, 2007

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

ROYAL PALM DIVERSIFIED HOLDINGS, INC.  
2500 W. MILITARY TRAIL, #400  
BOCA RATON, FL 33431

SUBJECT: ROYAL PALM DIVERSIFIED HOLDINGS, INC.  
REF: P97000032622

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of a voluntarily dissolved corporation. The name of a voluntarily dissolved corporation is not available for the assumption or use by another entity until 120 days after the effective date of dissolution unless the dissolved corporation provides the Department of State with an affidavit or letter, stating that they have no intention of revoking the dissolution, therefore, releasing the name for use to another entity.

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) 245-6903.

Cheryl Coulliette  
Document Specialist

FAX Aud. #: H07000129214  
Letter Number: 207A00033094

RECEIVED  
07 MAY 11 AM 8:00  
DIVISION OF CORPORATIONS

P.O BOX 6327 - Tallahassee, Florida 32314



May 10, 2007

FLORIDA DEPARTMENT OF STATE

Division of Corporations

ROYAL PALM DIVERSIFIED HOLDINGS, INC.  
2500 W. MILITARY TRAIL, #400  
BOCA RATON, FL 33431

SUBJECT: ROYAL PALM DIVERSIFIED HOLDINGS, INC.  
REF: P97000032622

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

The date of adoption/authorization of this document must be a date on or prior to submitting the document to this office, and this date must be specifically stated in the document. If you wish to have a future effective date, you must include the date of adoption/authorization and the effective date. The date of adoption/authorization is the date the document was approved.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

The document number of the name conflict is P06000092867 / RPC DIVERSIFIED HOLDINGS, INC..

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) 245-6903.

Cheryl Coulliette  
Document Specialist

FAX Aud. #: H07000129214  
Letter Number: 507A00032859

P.O BOX 6327 - Tallahassee, Florida 32314

RECEIVED

07 MAY 11 AM 8:00

DIVISION OF CORPORATIONS

**RPC DIVERSIFIED HOLDINGS, INC.  
ACTION BY WRITTEN CONSENT**

**WHEREAS, RPC DIVERSIFIED HOLDINGS, INC.** (the "Company"), a Florida corporation, is currently active in the state of Florida.

**WHEREAS,** the directors and officers of the Company desire to dissolve the company by filing articles of dissolution.

**WHEREAS, ROYAL PALM DIVERSIFIED HOLDINGS, INC.,** a Florida corporation, desires to use the name "**RPC DIVERSIFIED HOLDINGS, INC.**" by filing an Articles of Amendment to its Articles of Incorporation to change its corporate name.

**NOW, THEREFORE,** the undersigned, being the directors and officers of the Company consent to the adoption of the following resolutions:

**RESOLVED,** the name "**RPC DIVERSIFIED HOLDINGS, INC.**" may be used by **ROYAL PALM DIVERSIFIED HOLDINGS, INC.** as its new corporate name.


**NOW, THEREFORE,** the undersigned have executed this consent to be effective as of the 4th day of MAY, 2007.

**DIRECTORS:**

**RPC DIVERSIFIED HOLDINGS, INC.,** a Florida Corporation

By:   
**DANIEL RODSI, President**

By:   
**ALAN J. PERLMUTTER,**  
Vice President

By:   
**DAVID FENNKIN,**  
Secretary/Treasurer

**ROYAL PALM DIVERSIFIED HOLDINGS, INC.  
ACTION BY WRITTEN CONSENT  
OF SOLE SHAREHOLDER  
IN LIEU OF SPECIAL MEETING**

**THE UNDERSIGNED**, the sole shareholder of **ROYAL PALM DIVERSIFIED HOLDINGS, INC.** (the "Corporation"), a Florida corporation, in accordance with Section 607.0704 of the Florida Business Corporation Act relating to action taken without a meeting, consent to the following preamble, resolutions and actions of the Corporation:

**WHEREAS**, it is deemed advisable and for the benefit of the Corporation to amend its Articles of Incorporation to change the Corporation's name to "**RPC DIVERSIFIED HOLDINGS, INC.**;"

**BE IT RESOLVED**, that the sole shareholder approves the form of the Amendment to the Articles of Incorporation attached hereto as Exhibit "A," and be it further

**RESOLVED**, that the Amendment to the Articles of Incorporation be submitted to the Florida Department of State for filing; and be it further

**RESOLVED**, that any officer of the Corporation is authorized to file, on behalf of and in the name of the Corporation, the Amendment to the Articles of Incorporation, and any officer is authorized to do all acts and things, pay any expenses related to, and execute all agreements, documents and instruments necessary or advisable to carry out such filing of the Amendment to the Articles of Incorporation; and be it further

**RESOLVED**, all lawful acts on behalf of the Corporation taken by the officers, directors and their agents to effectuate the above resolutions are ratified and confirmed; and be it further

**RESOLVED**, this action by written consent of the sole shareholder shall be *in lieu* of a special meeting of the shareholders of the Corporation; and be it further

Execution of this Consent by the undersigned, being the sole shareholder of the Corporation, pursuant to Section 607.0704 of the Florida Business Corporation Act, waives any requirement of a formal meeting to conduct the business referred to herein.

**IN TESTIMONY WHEREOF**, the undersigned has executed this consent as of the 4th day of MAY, 2007.

  
\_\_\_\_\_  
**DANIEL KOUSI**, sole shareholder

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

**Royal Palm Diversified Holdings, Inc.**

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

**P97000032622**

(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:

**NEW CORPORATE NAME (if changing):**

**RPC Diversified Holdings, Inc.**

(Must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.")  
(A professional corporation must contain the word "chartered", "professional association," or the abbreviation "P.A.")

**AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE)** Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

\_\_\_\_\_  
\_\_\_\_\_  
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(Attach additional pages if necessary)

If an amendment provides for 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)

**N/A**

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

(continued)

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**FILED**  
**07 MAY 11 PM 3:15**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

(((H07000129214 3)))

The date of each amendment(s) adoption: 5/4/2007Effective date if applicable: \_\_\_\_\_  
(no more than 90 days after amendment file date)Adoption of Amendment(s) **(CHECK ONE)**☒ The amendment(s) was/were approved 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)☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

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)

Daniel Kods

(Typed or printed name of person signing)

President/Director

(Title of person signing)

FILING FEE: \$35

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