

P97000043542

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

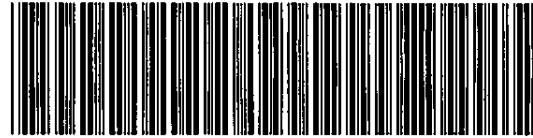
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



800263398488

Amended

800263398488
09/24/14--01022--019 **43.75

FILED
2014 SEP 24 PM 3:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DR
10/1/14

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: MNR INVESTMENTS, INC.

DOCUMENT NUMBER: P97000043542

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

Please return all correspondence concerning this matter to the following:

Eve Thomas c/o Offit Kurman, P.A.

Name of Contact Person

1801 Market Street, Suite 2300

Firm/ Company

Address

Philadelphia, PA 19103

City/ State and Zip Code

ethomas@offitkurman.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Eve Thomas

Name of Contact Person

at (267)

338-1309

Area Code & Daytime Telephone Number

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

☐ \$35 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☒ \$43.75 Filing Fee &
Certified Copy
(Additional copy is
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



the perfect legal partner•

September 23, 2014

Via Federal Express # 7712 5097 0595

State of Florida
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: MNR INVESTMENTS, INC.

Dear Sir/Madam:

Enclosed please find Articles of Amendment for the above-captioned domestic corporation.

Also enclosed is our firm's check in the amount of \$43.75 to cover the filing fee and the cost of a certified copy to be returned to us.

Please return the certified filed copy to the attention of the undersigned in the enclosed self-addressed, stamped envelope. Your cooperation is greatly appreciated.

Sincerely,

A handwritten signature in black ink, appearing to read "Eve Thomas", written over a horizontal line.

Eve Thomas, Paralegal

ET/lg

Enclosures

cc: Ted Marasciulo, Esquire
Steven Shane, Esquire

Articles of Amendment
to
Articles of Incorporation
of

MNR INVESTMENTS, INC.

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

P97000043542

(Document Number of Corporation (if known))

FILED
2014 SEP 24 PM 3:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:

n/a

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:

(Principal office address MUST BE A STREET ADDRESS)

n/a

C. Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

n/a

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 n/a

(Florida street address)

New Registered Office Address: _____, Florida _____
(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

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:

X Change PT John Doe

X Remove V Mike Jones

X Add SV Sally Smith

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <u>Change</u>		<u>n/a</u>	
<u>Add</u>			
<u>Remove</u>			
2) <u>Change</u>			
<u>Add</u>			
<u>Remove</u>			
3) <u>Change</u>			
<u>Add</u>			
<u>Remove</u>			
4) <u>Change</u>			
<u>Add</u>			
<u>Remove</u>			
5) <u>Change</u>			
<u>Add</u>			
<u>Remove</u>			
6) <u>Change</u>			
<u>Add</u>			
<u>Remove</u>			

E. If amending or adding additional Articles, enter change(s) here:

(Attach additional sheets, if necessary). (Be specific)

Amending Article V of the Articles of Incorporation to recapitalize authorized stock.

See attached Exhibit "A"

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)

See attached Exhibit "A"

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)

Adoption of Amendment(s) (CHECK ONE)

- ☐ 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)

- ☒ 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.

Dated 9/14/17

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)

Morgan N. Russell

(Typed or printed name of person signing)

President

(Title of person signing)

**EXHIBIT A TO
ARTICLES OF AMENDMENT
FOR
MNR INVESTMENTS, INC.**

E. Pursuant to the consent of all Shareholders and Directors the Corporation shall recapitalize its authorized common stock to reflect the following changes:

1. Designation

(a) A class of common shares of the Corporation is hereby given the distinctive designation of "Class A Voting Common Stock," said class to consist of One Thousand (1,000) shares, with a par value of \$1.00 per share

(b) A class of common shares of the Corporation is hereby given the distinctive designation of "Class B Non-Voting Common Stock," said class to consist of Nine Thousand (9,000) shares, with a par value of \$1.00 per share.

2. Preferences, Qualifications,
Limitations, Restrictions, and Rights

(a) Voting Rights and Management. The voting powers of the shareholders of the Corporation shall be vested exclusively in the holders of Class A Voting Common Stock, each share entitling its holder to one vote, and the holders of Class B Non-Voting Common Stock, as such, shall not be entitled to any voting powers whatsoever with respect to such shares, nor shall they be entitled to notice of any meetings unless they are also holders of Class A Voting Common Stock, except as otherwise provided by law.

(b) No Preferences. For the purpose of sharing in surplus by way of dividends and in the event of liquidation or dissolution of the Corporation, the Class A Voting Common Stock and Class B Non-Voting Common Stock shall be treated as though they constitute shares of the same class. Each share of Class A Voting Common Stock and Class B Non-Voting Common Stock shall share equally in any dividends, whether declared in the

ordinary course or in liquidation or dissolution of the Corporation. Accordingly, the only difference between the foregoing two classes of stock shall be the voting rights described above.

F.

Conversion. Each share of currently issued and outstanding common stock shall convert into the right to receive One (1) share of Class A Voting Common Stock and Nine (9) shares of Class B Non-Voting Common Stock for each share held. Each issued and outstanding stock certificate for common stock shall be immediately delivered to the Corporation for cancellation and, upon such delivery, new stock certificates shall be issued in their stead representing the newly authorized Class A Voting Common Stock and Class B Non-Voting Common Stock into which such outstanding stock is convertible.