

PG8000058323

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

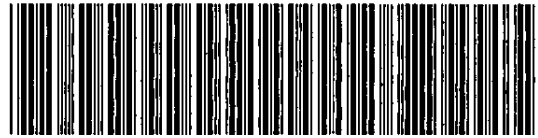
(Business Entity Name)

(Document Number)

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07 JUL 30 AM 11:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend
SP

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: ALTIME ENTERPRISES, INC.

DOCUMENT NUMBER: P98000058323

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

Please return all correspondence concerning this matter to the following:

Augustina Peasah-Opong - President

(Name of Contact Person)

Altime Enterprises, Inc

(Firm/ Company)

1438 Marble Crest Way

(Address)

Winter Garden, Florida 34787

(City/ State and Zip Code)

For further information concerning this matter, please call:

Augustina Peasah-Opong - President

(Name of Contact Person)

at (407) 721-7486

(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
(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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

July 17, 2007

Ms. Augustina Peasah-Opong
Altime Enterprises, Inc.
1438 Marble Crest Way
Winter Garden, FL 34787

SUBJECT: ALTIME ENTERPRISES, INC.
Ref. Number: P98000058323

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

It is unclear in your amendment if you are also making a change in the names of the officers/directors. If so, this must also be contained in the amendment. The amendment filed on August 24, 2006 will remain a filed amendment, unless a court order is received rescinding this filing.

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) 245-6901.

Susan Payne
Senior Section Administrator

Letter Number: 307A00045111

LAW OFFICES OF
PIERCE & ASSOCIATES

ATTORNEYS AND COUNSELORS AT LAW
800 NORTH FERNCREEK AVENUE
ORLANDO, FLORIDA 32803

JOHN G. PIERCE, P.A.
STEWART D. FENNER, P.A.

TELEPHONE: (407) 898-4848
FACSIMILE: (407) 898-9321
WWW.JOHNPIERCE.COM
EMAIL: JERRY@JOHNPIERCE.COM

July 25, 2007

Florida Department of State
Division of Corporations
Susan Payne
Senior Section Administrator
P.O. Box 6327
Tallahassee, Florida 32314

Dear Ms Payne:

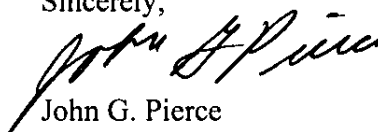
On July 17, 2007 you returned to my client, Agustina Peasah- Opong, the President of Altime Enterprises, Inc., Articles of Amendment to Articles of Incorporation for Altime Enterprises, Inc. with a cover letter stating it was unclear in the amendment if the Company was making a change in the names of the Officers/ Directors. I'm enclosing a copy of the Corporate Minutes for the meeting of the Company's Board of Directors and Shareholders held on January 1, 2007 which deals with the attempted fraudulent take over of the Company by her husband, Jerkyl Y. Opong from whom she is now separated after he moved out and filed for divorce. As reflected in these minutes, Mr. Opong has never been a Shareholder of the Corporation and was never elected as its President.

It is also important to note that the Articles of Incorporation of the Company do not contain any provision regarding Officers of the Corporation and do not contain any provision regarding Shareholders of the Company. Agustina Peasah is named as the subscriber to the Corporation and therefore would have held the right to hold an Organizational Meeting of the Company in which Officers could be elected and stock authorized to be issued. I'm enclosing a copy of those Organizational Minutes dated July 15, 1998 for your review. She was the only Officer elected. 80% of the stock (4,000 shares) was issued to her and 20% of the stock (1,000 shares) was issued to her brother Seth Peasah. There has never been a change in the stock ownership. Accordingly, it would be legally improper to include making a change of the Officers in any Amendment to the Articles of Incorporation because an Officer change does not amend the Articles, and it would also be improper to purport to change the ownership of stock by an Amendment to the Articles of Incorporation. The Articles contain no provision regarding stock ownership. The two amendments submitted to your office should have been refused because they did not change any provision in the Articles.

RECEIVED
07 JUL 30 AM 8:00
DIVISION OF CORPORATIONS

You are of course correct that the fraudulently filed amendments may at your discretion remain filed, however, the filing of the enclosed amendment which is the only amendment that was ever authorized by the Board of Directors and Shareholders is proper in order to document the fact that the attempt of Mr. Opong to elect himself as President and to acquire her controlling interest in the Corporation was fraudulent. Please contact me with any questions you have about this.

Sincerely,

A handwritten signature in black ink, appearing to read "John G. Pierce", written in a cursive style.

John G. Pierce

Enclosures
JGP/cam

MINUTES OF ANNUAL MEETING OF
THE BOARD DIRECTORS AND SHAREHOLDERS
OF
ALTIME ENTERPRISES, INC.
ON
JANUARY 1, 2007 6:00 p.m.

The Annual Meeting of the Board of Directors and Shareholders of Altime Enterprises, Inc. was called to order on January 1, 2007 at 6:00 p.m. by Augustina Peasah-Opong. She declared that the meeting was open for such business as might come before it. The meeting was attended by Augustina Peasah-Opong and Seth Peasah

Upon motion duly made seconded in unanimously carried the following named Officers and Directors were nominated for office and were unanimously elected as officers for the next year, or until the next annual meeting of the Board of Directors as follows:

| | |
|-------------------------|------------------------|
| President and Director: | Augustina Peasah-Opong |
| Secretary: | Augustina Peasah-Opong |
| Treasurer: | Augustina Peasah-Opong |
| Director: | Seth Peasah |

The chairman reported that it had just been discovered that Jerkyl Y Opong had filed with the Secretary of State of the State of Florida alleged Articles of Amendment to the Articles of Incorporation filed on December 16, 2005 purporting to elect himself as President of the Corporation and alleged Articles of Amendment to the Articles of Incorporation filed on April 24, 2006, which said Amendment purported to show Jerkyl Y Opong was the President and that he owned an "80% allotment of the issued shares". The Chairman noted that no such meetings were ever held to authorize that action on either November 24, 2005 or on April 6, 2006 and that it was a fraudulent attempt on the part of Jerkyl Y Opong to elect himself as President and to change the ownership of the outstanding shares of stock by stealing the 80% interest in the Corporation owned by his wife Augustina Peasah-Opong. It was noted that Jerkyl Y Opong had never been elected as the President, and his filing of a Cover Letter and Amendment to the Articles of Incorporation with the Secretary of State on December 16, 2005 and April 24th, 2006 in which he represented himself to be the President was an unauthorized and fraudulent attempt to take over control and ownership of the corporation.

The stock records were presented to the board and it was confirmed that only two certificates have ever been issued and they were as follows:

Certificate 1: Four Thousand Shares to Augustina Peasah-Opong dated July 15, 1998

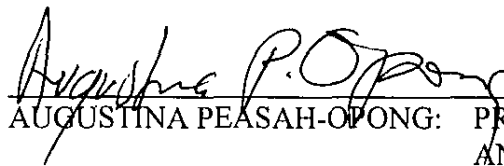
Certificate 2: One Thousand Shares to Seth Peasah dated July 15, 1998

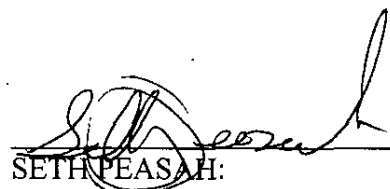
On motion duly made seconded and unanimously carried it was:

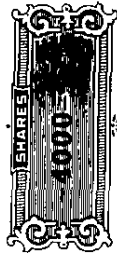
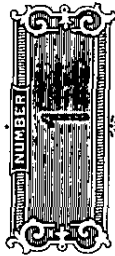
RESOLVED that the fraudulent Articles of Amendment to the Articles of Incorporation of Altime Enterprises, Inc. filed with the Secretary of State on December 16, 2005 and April 24, 2006 was without authorization of the Board of Directors and Shareholders and that said Amendments are hereby canceled and declared to be of no force and effect. The President of the Corporation, Augustina Peasah-Opong is hereby instructed to file Articles of Amendment to the Articles of Incorporation which delete and cancel the Articles of Amendment filed on December 16, 2005 and April 24, 2006.

The foregoing RESOLUTION was approved by Augustina Peasah-Opong, the owner of 80% of the Company's common stock of the Company and by Seth Peasah, the owner of 20% of the common stock of the Company. As the majority Shareholder of the company whose 80% ownership interest is sufficient for approval.

There being no further business to come before the meeting is same as declared ADJOURNED.


AUGUSTINA PEASAH-OPONG: PRESIDENT, SECRETARY
AND DIRECTOR


SETH PEASAH: DIRECTOR



INCORPORATED UNDER THE LAWS OF THE STATE OF FLORIDA

ALTIME ENTERPRISES, INC.

The Corporation is authorized to issue 5,000 Common Shares — Par Value \$1.00 each

This Certificate shall

AUGUSTINA PEASAH

is the owner of

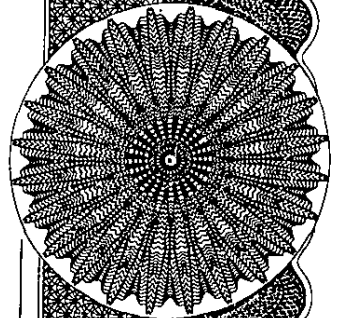
----FOUR THOUSAND----

fully paid and

non-assessable Shares of the above Corporation transferable only on the books of the Corporation by the holder hereof in person or by duly authorized Attorney upon surrender of this Certificate properly endorsed.

In Witness Whereof, the said Corporation has caused this Certificate to be signed by its duly authorized officers and to be sealed with the Seal of the Corporation.

Dated July 15, 1998



The following abbreviations, when used in the inscription on the face of this certificate, shall be construed as though they were written out in full according to applicable laws or regulations. Additional abbreviations may also be used though not in the list.

TEN COM — as tenants in common

TEN ENT — as tenants by the entireties

JT TEN — as joint tenants with right of survivorship
and not as tenants in common

UNIF GIFT MIN ACT — Custodian..... (Minor)
under Uniform Gifts to Minors Act..... (State)

For value received, the undersigned hereby sells, assigns and transfers unto

PLEASE INSERT SOCIAL SECURITY OR OTHER
IDENTIFYING NUMBER OF ASSIGNEE

PLEASE PRINT OR TYPEWRITE NAME AND ADDRESS OF ASSIGNEE

----- *Shares*
represented by the within Certificate, and hereby irrevocably constitutes and appoints

----- *Attorney to transfer the said*
shares on the books of the within-named Corporation with full power of substitution in the premises.

Dated, -----

In presence of -----

NOTICE: The signature to this assignment must be written in the name as written upon the face of the certificate, or any particular without alteration or enlargement, or any change whatever.



INCORPORATED UNDER THE LAWS OF THE STATE OF FLORIDA

ALTIME ENTERPRISES, INC.

The Corporation is authorized to issue 5,000 Common Shares — Par Value \$1.00 each

Miss Charlotte Wada

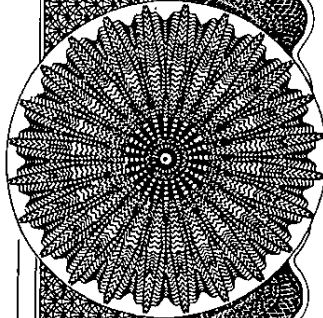
SETH PEASAH

---ONE THOUSAND---

is the owner of
fully paid and
non-assessable Shares of the above Corporation transferable only on the
books of the Corporation by the holder hereof in person or by duly authorized
Attorney upon surrender of this Certificate properly endorsed.

In Witness Whereof, the said Corporation has caused this Certificate to be signed
by its duly authorized officers and to be sealed with the Seal of the Corporation.

Dated July 15, 1998



The following abbreviations, when used in the inscription on the face of this certificate, shall be construed as though they were written out in full according to applicable laws or regulations. Additional abbreviations may also be used though not in the list.

TEN COM — as tenants in common
TEN ENT — as tenants by the entireties
JT TEN — as joint tenants with right of survivorship
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UNIF GIFT MIN ACT —Custodian..... (Minor)
under Uniform Gifts to Minors Act..... (State)

For value received, the undersigned hereby sells, assigns and transfers unto

PLEASE INSERT SOCIAL SECURITY OR OTHER
IDENTIFYING NUMBER OF ASSIGNEE

PLEASE PRINT OR TYPEWRITE NAME AND ADDRESS OF ASSIGNEE

----- Shares
represented by the within Certificate, and hereby irrevocably constitutes and appoints

----- Attorney to transfer the said
shares on the books of the within-named Corporation with full power of substitution in the premises.

Dated,-----

In presence of

NOTICE: The signature to this assignment must correspond with the name as written upon the face of the certificate in every particular without addition or change of any kind, or any change whatever.

Articles of Amendment
to
Articles of Incorporation
of

FILED

07 JUL 30 AM 11:43

ALTIME ENTERPRISES, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

P98000058323

(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):

N/A

(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)**

The Annual Meeting of The Board of Directors and Shareholders of the Corporation was
held on January 1, 2007. The Articles of Amendment to Articles of Incorporation
puorting to have been adopted at a meeting held on November 24, 2005 and filed with the
Secretary of State on December 16, 2005 was fraudulent and unauthorized. The Articles of
Amendment to Articles of Incorporation purporting to have been adopted on April 6, 2006
and filed with the Secretary of State on August 24, 2006 was fraudulent
and unauthorized. The President and Secretary of the Corporation has always been
Augustina Peasah-Opong from the time of formation of the Corporation to the present

(See Attached Page)

(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)

Not Applicable. The Shares have always been owned 80% by Augustina Peasah- Opong
and 20% by Seth Peasah.

(continued)

**Articles of Amendment
to
Articles of Incorporation
of
Altime Enterprise**

AMENDMENTS ADOPTED CONTINUED:

and the only two members of The Board of Directors during the entire period of time of the Corporation's existence, have been the initial Directors named in Article VII of the Articles of Incorporation which named Augustina Peasah and Seth Peasah as the initial Directors of the Corporation and have never been amended. Said Articles of Amendment filed December 16, 2005 and August 24, 2006 were never adopted by the Directors and Shareholders and were fraudulent documents. They are hereby canceled and deleted and are declared to be of no force and effect in so far as they purported to Amend the Articles of Incorporation of the Company. Said cancellation of the purported amendments includes the purported change in the ownership of shares vesting the unauthorized President who signed the fraudulent amendments with "80% allotment of the issued shares".

The date of each amendment(s) adoption: January 1, 2007

Effective date if applicable: January 1, 2007
(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(CHECK ONE)**

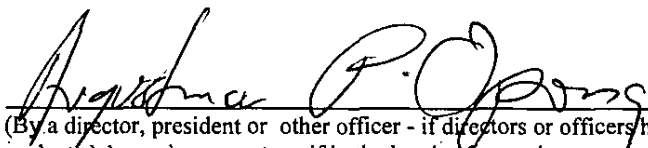
- ☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each 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)

AUGUSTINA PEASAH-OPONG

(Typed or printed name of person signing)

PRESIDENT

(Title of person signing)

FILING FEE: \$35