

UCCS
103 N. MERIDIAN STREET, LOWER LEVEL
TALLAHASSEE, FL 32301
222-1173

P98000082830

FILING COVER SHEET
ACCT. #FCA-14

CONTACT: CINDY HICKS

DATE: 12/30/99

REF. #: 0164. 9761

CORP. NAME: Career Concepts of New York, Inc.

400003084484--5
-12/30/99-01026-015
*****43.75 *****43.75

EFFECTIVE DATE
1/1/2000

- | | | |
|--|---|--|
| <input type="checkbox"/> ARTICLES OF INCORPORATION | <input checked="" type="checkbox"/> ARTICLES OF AMENDMENT | <input type="checkbox"/> ARTICLES OF DISSOLUTION |
| <input type="checkbox"/> ANNUAL REPORT | <input type="checkbox"/> TRADEMARK/SERVICE MARK | <input type="checkbox"/> FICTITIOUS NAME |
| <input type="checkbox"/> FOREIGN QUALIFICATION | <input type="checkbox"/> LIMITED PARTNERSHIP | <input type="checkbox"/> LIMITED LIABILITY |
| <input type="checkbox"/> REINSTATEMENT | <input type="checkbox"/> MERGER | <input type="checkbox"/> WITHDRAWAL |
| <input type="checkbox"/> CERTIFICATE OF CANCELLATION | <input type="checkbox"/> UCC-1 | <input type="checkbox"/> UCC-3 |
| <input type="checkbox"/> OTHER: _____ | | |

STATE FEES PREPAID WITH CHECK# C053 FOR \$ 43.75

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

COST LIMIT: \$ _____

PLEASE RETURN:

- ☒ CERTIFIED COPY ☐ CERTIFICATE OF GOOD STANDING
☐ CERTIFICATE OF STATUS

☐ PLAIN STAMPED COPY

Examiner's Initials _____

S. PAYNE DEC 30, 1999

RECEIVED
99 DEC 30 AM 10:40
FILED
99 DEC 30 AM 10:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**FIRST ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
CAREER CONCEPTS OF NEW YORK, INC.**

FILED
99 DEC 30 AM 10:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
EFFECTIVE DATE
1/1/2000

Pursuant to Section 607.1006, Florida Statutes, the Articles of Incorporation of
CAREER CONCEPTS OF NEW YORK, INC. are hereby amended effective January 1,
2000 as follows:

FIRST: Article IV of said Articles of Incorporation is amended by deleting the
provisions of said Article IV as the same now exists, and by substituting in lieu thereof, the
following:

"ARTICLE IV
CAPITAL STOCK

1. **Number and Class of Shares Authorized; Par Value.** The total number of
shares which the Corporation shall have authority to issue is One Hundred Thousand (100,000)
shares of common stock consisting of Fifty Thousand (50,000) shares of Class A voting
common stock having a par value of Ten Cents (\$.10) per share and Fifty Thousand (50,000)
shares of Class B non-voting common stock having a par value of Ten Cents (\$.10) per share.

2. **Rights.** The holders of Class A voting common stock shall possess and
exercise exclusive voting rights and at all meetings of the shareholders, each record holder of
such stock shall be entitled to one vote for each share held. Shareholders holding Class A
voting common stock shall have no cumulative voting rights in any election of directors of the
Corporation. The holders of Class B non-voting shares of common stock shall have no voting
rights but such Class B non-voting shares shall convert automatically to Class A voting shares
as of January 1, 2005 or earlier upon the affirmative vote of the Board of Directors. Except
for the disparity in voting rights as hereinabove set forth, the Class A common stock and Class
B non-voting common stock shall be identical in every respect.

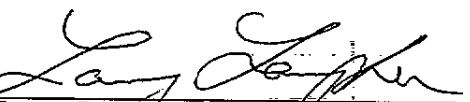
3. **Consideration for Issuance of Stock.** The Board of Directors of the Corporation may from time to time issue the authorized stock of the Corporation, or any part thereof, for such consideration as it may deem equivalent to or in excess of the par value thereof. The authorized stock of the Corporation may be paid for, in whole or in part, in cash or other property, tangible or intangible, or in labor or services actually performed for the Corporation at a fair valuation placed on such property or services by the Board of Directors. Future services evidenced by a written agreement shall constitute payment or part payment for the issuance of stock of the Corporation.

4. **No Preemptive Rights.** No shareholder of the Corporation shall have the right, upon the sale for cash or otherwise, of any new stock of the Corporation or of any stock of the Corporation held by it in its treasury or otherwise, of the same or any other kind, class or series as that which he already holds, to purchase his pro rata or any other share of such stock at the same price at which it is offered to others or at any other price.

SECOND: The foregoing Amendment was adopted by all of the Directors and Shareholders entitled to vote, without a meeting, by Joint Written Action of the Board of Directors and Shareholders, dated as of the 24th day of December, 1999, which is sufficient for approval.

IN WITNESS WHEREOF, CAREER CONCEPTS OF NEW YORK, INC. has caused these Articles of Amendment to be executed by its duly authorized officers and its corporate seal to be affixed hereto this 28th day of December, 1999.

CAREER CONCEPTS OF NEW YORK, INC.

By 
Larry Langher, President