

P99000079227

(Requestor's Name)

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(Address)

(City/State/Zip/Phone #)

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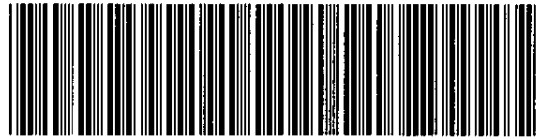
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2009 FEB -4 PM 4:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend

2-10-09

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Wellness Communications Networks, Inc.

DOCUMENT NUMBER: P99000079227

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

Please return all correspondence concerning this matter to the following:

Patrick Barmore

(Name of Contact Person)

Wellness Communications Networks, Inc.

(Firm/ Company)

6527 Central Avenue

(Address)

St. Petersburg, FL 33710-8412

(City/ State and Zip Code)

For further information concerning this matter, please call:

Patrick Barmore

(Name of Contact Person)

at (727) 423-0724

(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

Articles of Amendment
to
Articles of Incorporation
of

Wellness Communications Networks, Inc.

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

P990000 79227

(Document Number of Corporation (if known))

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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:

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)

C. Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

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:

New Registered Office Address:

(Florida street address)

(City)

Florida

(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)

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
_____	_____	_____	<input type="checkbox"/> Add
_____	_____	_____	<input type="checkbox"/> Remove
_____	_____	_____	
_____	_____	_____	<input type="checkbox"/> Add
_____	_____	_____	<input type="checkbox"/> Remove
_____	_____	_____	
_____	_____	_____	<input type="checkbox"/> Add
_____	_____	_____	<input type="checkbox"/> Remove
_____	_____	_____	

E. If amending or adding additional Articles, enter change(s) here:
(attach additional sheets, if necessary). (Be specific)

- Increase in Capital Stock from 7,500 shares to 187,500 shares.
- See attached Board resolution dated May 5, 2004.

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)

N/A

The date of each amendment(s) adoption: May 5, 2008

Effective date if applicable: 28 January 2009
(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 Jan 28, 2009

Signature [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)

Patrick Barmore

(Typed or printed name of person signing)

President, WCW

(Title of person signing)

**Board of Directors
Meeting for WCNI**

Date May 5, 2004

Location: Pat's House

Present: Pat Barmore, Don Stillson, David Bender

Meeting called to Order by President Pat Barmore at 7:30 P. M. Sharp

Old Business: Dave Bender moved that the Board resolve that the actions of former shareholder Martice Nick and current shareholder Philip Smith with regard to the attempt to circumvent the covenants of WCNI and WDC the amount of outstanding capital stock shall be increased to dilute Philip Smith to the agreed upon 4% of non-dilute able equity in WCNI and WDC. The motion was seconded by Don D. Stillson and passed unanimously.

New Business: President Barmore, moved that the Capital Stock of WCNI be increased to 187,500 shares, Don D. Stillson seconded the motion. Discussion followed, that this would the Corp. to take on partners in the future via the Stock. The question was called and the vote was unanimous.

Don D. Stillson moved that all Board Members continue in office for a three year term, Dave Bender seconded the motion and it passed unanimously.

The meeting was closed by a motion from Pat Barmore and seconded by David Bender. The meeting closed at 8:50 P. M.

Respectively submitted,



Don D. Stillson