

P99000091115

(Requestor's Name)

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(City/State/Zip/Phone #)

☐ PICK-UP

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☐ MAIL

(Business Entity Name)

(Document Number)

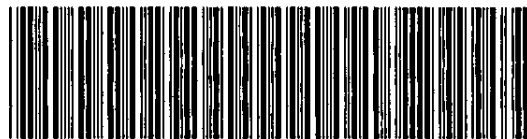
Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

3/39

Lauri Gardina
Advised to make
all corrections
to document.

Office Use Only



600283589626

03/22/16--01007--030 **52.50

FILED
2016 MAR 29 AM 11:45
SEP 11 2016
TALLERMAN, ALABAMA

EFFECTIVE DATE
March 31, 2016

Amend/CC
Namechg/cus

MAR 29 2016

I ALBRITTON

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Grimail Crawford, Inc.

DOCUMENT NUMBER: P99000091115

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

Please return all correspondence concerning this matter to the following:

Lauri Giardina

Name of Contact Person

Ingenium Enterprises, Inc. (formerly Grimail Crawford, Inc.)

Firm/ Company

4600 West Cypress Street, Suite 550

Address

Tampa, FL 33607

City/ State and Zip Code

lgiardina@gc-inc.com

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

For further information concerning this matter, please call:

Lauri Giardina

at (813) 387-0084

Name of Contact Person

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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

March 28, 2016

GRIMAIL CRAWFORD INC.
% LAURI GIARDINA
4600 W. CYPRESS ST., STE. 550
TAMPA, FL 33607

SUBJECT: GRIMAIL CRAWFORD, INC.
Ref. Number: P99000091115

We have received your document for GRIMAIL CRAWFORD, INC. and your check(s) totaling \$52.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please file the document as either Articles of Amendment or Restated Articles of Incorporation pursuant to applicable Florida Statutes.

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) 245-6050.

Irene Albritton
Regulatory Specialist II

Letter Number: 316A00006272

Articles of Amendment
to
Articles of Incorporation
of

EFFECTIVE DATE
March 31, 2016

Grimail Crawford, Inc.

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

P99000091115

(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:

A. If amending name, enter the new name of the corporation:

Ingenium Enterprises, Inc.

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."

same as current

B. Enter new principal office address, if applicable:

(Principal office address MUST BE A STREET ADDRESS)

same as current

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

same as current

(Florida street address)

New Registered Office Address:

same as current

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:

☒ Change PT John Doe

☐ Remove V Mike Jones

☒ Add SV Sally Smith

Type of Action (Check One)	Title	Name	Address
1) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
2) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
3) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
4) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
5) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
6) <input type="checkbox"/> Change	_____	_____	_____
<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)

Please see attached "Amended Articles of Incorporation of Ingenium Enterprises, Inc."

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

AMENDED
ARTICLES OF INCORPORATION
OF
INGENIUM ENTERPRISES, INC.

The undersigned Chairman of the Board of Directors and President of the Company, being competent to contract, subscribes to these Articles of Incorporation to form a corporation for profit under the laws of the State of Florida.

ARTICLE I - Name

The name of this Corporation shall be:

Ingenium Enterprises, Inc.

ARTICLE II - Business and Activities

This Corporation may, and is authorized to, engage in any activity or business permitted under the laws of the United States and of the State of Florida. Provided, however, and notwithstanding the generality of the foregoing, this Corporation is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition.

ARTICLE III - Capital Stock

A. The aggregate number of shares of all classes of stock which this Corporation shall have the authority to issue is One Million (1,000, 000) shares consisting of Common Stock, par value \$1.00 per share.

B. All or any portion of the capital stock may be issued in payment for real or personal property, past or future services, or any other right or thing having a value, in the judgment of the Board of Directors, at least equivalent to the full value of the stock so to be issued as hereinabove set forth, and when so issued, shall become and be fully paid and nonassessable, the same as though paid for in cash, and the Directors shall be the sole judges of the value of any property, services, right or thing acquired in exchange for capital stock, and their judgment of such value shall be conclusive.

ARTICLE IV - Principal Office

The address of the principal office and the mailing address of the Corporation is 4600 W. Cypress Street, Suite 550, Tampa, Florida 33607.

ARTICLE V - Term of Existence

The Corporation shall exist perpetually unless dissolved according to law.

ARTICLE VI - Registered Office and Agent

The street address of the registered office of this Corporation is 4600 W. Cypress Street, Suite 550, Tampa, Florida 33607, and the name of the registered agent of the Corporation at that address is Lauri Giardina.

ARTICLE VII - Directors

A. The number of Directors may be either increased or diminished from time to time by the Board of Directors or the Shareholders in accordance with the Bylaws of this Corporation, but there shall always be at least one Director.

B. Directors shall receive such compensation for their services, if any, as may be set by the Board of Directors at any annual or special meeting thereof. The Board of Directors may authorize and require the payment of reasonable expenses incurred by Directors in attending meetings of the Board of Directors.

C. Nothing in this Article shall be construed to preclude the Directors from serving the Corporation in any other capacity and receiving compensation therefor.

D. The names and street addresses of the members of the Board of Directors, each to hold office until the next annual meeting of the Shareholders of this Corporation and until their successors are elected or appointed and have qualified, are:

<u>Name</u>	<u>Street Address</u>
James D. Neff	1353 Hester Drive Cumming, GA 30028
Jeremy M. Pettit	4874 Sydney Lane Marietta, GA 30066
Richard R. Pascoe	3115 West Cass Street Tampa, Florida 33609
Lauri L. Giardina	18425 Fish Loop Land O'Lakes, FL 34638

F. Other than as provided in the Bylaws, any Director may be removed from office by the holders of a majority of the stock entitled to vote thereon at any annual or special meeting of the Shareholders of this Corporation, for any cause deemed sufficient by such Shareholders or for no cause.

G. Other than as provided in the Bylaws, in case one or more vacancies shall occur in the Board of Directors by reason of death, resignation or otherwise, the vacancies shall be filled by the Shareholders of this Corporation at their next annual meeting or at a special meeting called for the purpose of filling such vacancies; provided, however, any vacancy may be filled by the remaining Directors until the Shareholders have acted to fill the vacancy. A vacancy may remain unfilled so long as there remains at least one (1) Director.

subscr: bers
ARTICLE VIII - ~~Incorporators~~

subscr: bers
The name and street address of the ~~incorporators~~ were:

<u>Name</u>	<u>Street Address</u>
Joseph John Grimal	4423 W. Estrella St. Tampa, Florida 33629
Michael Allen Crawford	4907 Augusta Ave. Oldsmar, Florida 34677

ARTICLE IX – Officers

The officers of the Corporation that shall hold office until their successors are elected or appointed and are qualified are:

James D. Neff – President

Jeremy M. Pettit – Vice President

Lauri L. Giardina – Secretary/Treasurer /VP

Richard R. Pascoe – Vice President

ARTICLE X - Lost or Destroyed Certificates

Stock certificates to replace lost or destroyed certificates shall be issued on such basis and according to such procedures as are from time to time provided for in the Bylaws of this Corporation.

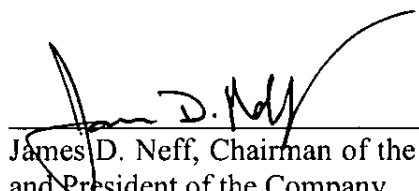
ARTICLE XI - Amendment to Articles

These Amended and Restated Articles of Incorporation may be amended in the manner provided by law.

ARTICLE XII - Bylaws

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors. Any Bylaws adopted by the Board of Directors may be repealed, changed, or new Bylaws may be adopted by the vote of a majority of the stock entitled to vote thereon, and the Shareholders may prescribe in any Bylaw made by them that such Bylaw shall not be altered, amended or repealed by the Board of Directors.

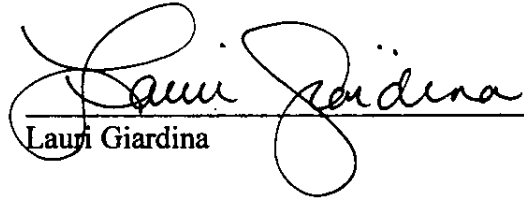
IN WITNESS WHEREOF, the undersigned Chairman of the Board of Directors and President of the Company has executed these Articles of Incorporation effective the 1st day of October, 2015.



James D. Neff, Chairman of the Board of Directors
and President of the Company

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

The undersigned is familiar with the obligations of the registered agent and hereby accepts the appointment to serve as the initial Registered Agent of the Corporation.


Lauri Giardina

October 1, 2015

The date of each amendment(s) adoption: _____, if other than the date this document was signed.

March 31, 2016

Effective date if applicable: _____
(no more than 90 days after amendment file date)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

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.

3/1/2016
Dated _____

Signature Lauri Giardina
(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)

Lauri Giardina

(Typed or printed name of person signing)

Vice President, Business Operations

(Title of person signing)