

S 48405

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

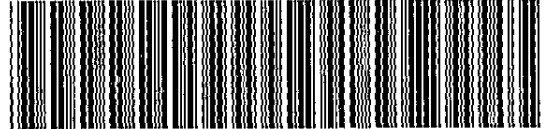
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Amend.
G. Goulette DEC 18 2005

Noreen Fenner
Requester's Name
200 W. College, Ste 311B
Address
TLH, FL 32301 212-0226
City/State/Zip Phone #

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Royall Wall Systems, Inc. S48405
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

☒ Walk in ☐ Pick up time ☒ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☒ Certificate of Status

NEW FILINGS

☐ Profit
☐ Not for Profit
☐ Limited Liability
☐ Domestication
☐ Other

OTHER FILINGS

☐ Annual Report
☐ Fictitious Name

AMENDMENTS

☒ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

REGISTRATION/QUALIFICATION

☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

Pl call when ready

CR2E031(7/97)

212-0226

Examiner's Initials

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
ROYALL WALL SYSTEMS, INC.**

Pursuant to the authority of §607.1003 and §607.1006 of the Florida Business Corporation Act, the undersigned corporation, **ROYALL WALL SYSTEMS, INC.** (the "Corporation"), hereby adopts and files the following Articles of Amendment to its Articles of Incorporation:

- (1) **ARTICLE FIRST:** The name of the Corporation is presently "Royall Wall Systems, Inc."
- (2) **ARTICLE SECOND:** Article III of the Articles of Incorporation of the Corporation is hereby deleted in its entirety, and is hereby replaced and superseded by the following replacement Article III:

ARTICLE III. CAPITAL STOCK

The maximum number of shares of capital stock which the corporation is authorized to have outstanding is Five Hundred Thousand (500,000) shares, Fifty Thousand (50,000) of which shall be designated as shares of Class A Voting Common Stock with a par value of one cent (\$0.01) per share, and Four Hundred Fifty Thousand (450,000) of which shall be designated as shares of Class B Non-Voting Common Stock with a par value of one cent (\$0.01) per share. The rights and privileges of the shares of the Class A Voting Common Stock and the Class B Non-Voting Common Stock, including, without limitation, rights to distributions and rights upon liquidation of the corporation, shall be identical in all respects except with respect to voting rights. Unless otherwise required, and only to the extent otherwise required, by applicable law, the shares of Class B Non-Voting Common Stock shall be non-voting in all respects. Immediately upon the filing of these Articles of Amendment to the Articles of Incorporation of the corporation, each of the currently issued and outstanding common shares of the corporation shall be automatically, and without further action of the corporation or of any shareholder thereof, converted into One Hundred (100) shares of Class A Voting Common Stock of the corporation, each with a par value of one cent (\$0.01) per share, and Nine Hundred (900) shares of Class B Non-Voting Common Stock of the corporation, each with a par value of one cent (\$0.01) per share. While the shareholders of the corporation shall surrender the existing outstanding certificates for new certificates reflecting the recapitalization of shares described herein, no such surrender of certificates shall be required to effectuate the same.

(3) ARTICLE THIRD: The foregoing amendment to the Articles of Incorporation of the Corporation was adopted by the unanimous written consent of the shareholders of the Corporation as of and effective the 29th day of November, 2005. The number of votes cast for the foregoing amendment by such shareholders of the Corporation was sufficient for approval of such amendment.

IN WITNESS WHEREOF, these Articles of Amendment have been executed by the undersigned as of the 29th day of November, 2005.

ROYALL WALL SYSTEMS, INC.

By: 

Wallace D. Sanger, President