

131229

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

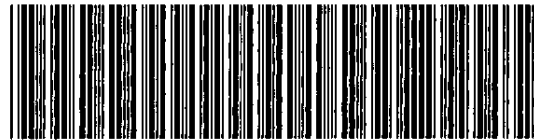
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



700299826607

06/05/17--01019--010 **35.00

And

JUN 07 2017

R. WHITE

17 JUN -5 PM 5:00

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: STEVE PALMER Concrete Inc.
DOCUMENT NUMBER: V31229

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

Please return all correspondence concerning this matter to the following:

Sheri Montgomery
Name of Contact Person
Steve Palmer Concrete Inc.
Firm/ Company
7999 Mercantile St. Unit L9
Address
North Ft. Myers Fl. 33917
City/ State and Zip Code
Spalmer1216@comcast.net
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Sheri Montgomery at (239) 418-0240
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

Articles of Amendment
to
Articles of Incorporation
of

Steve Palmer Concrete Inc.

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

V31229

(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:

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**)

7999 Mercantile St
#19
N. Fort Myers Fl. 33917

C. Enter new mailing address, if applicable:
(Mailing address **MAY BE A POST OFFICE BOX**)

Same

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

Stephen M. Palmer

7999 Mercantile St #19

(Florida street address)

New Registered Office Address:

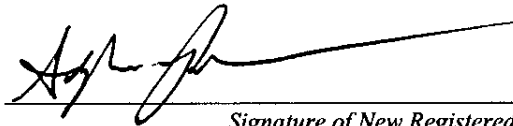
N. Fort Myers

Florida 33917

(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 checked="" type="checkbox"/> Remove	<u>PVPD</u>	<u>Stephen J Palmer</u>	<u>7999 mercantile St</u> <u>Unit 19</u> <u>N. F. Myers Fl. 33917</u>
2) <input checked="" type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	<u>VP</u>	<u>Stephen M Palmer</u>	<u>7999 mercantile St.</u> <u>Unit 19</u> <u>N F Myers Fl. 33917</u>
3) <input type="checkbox"/> Change <input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove	<u>PVPD</u>	<u>Stephen M. Palmer</u>	<u>7999 Mercantile St.</u> <u>Unit 19</u> <u>N F Myers Fl. 33917</u>
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)

[illegible]

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)

[illegible]

5/30/2017

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

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.

Dated 5/30/2017

Signature Shen R Montgomerie
(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)

Shen R Montgomerie
(Typed or printed name of person signing)

SD.
(Title of person signing)

ACTION BY WRITTEN CONSENT
OF
THE BOARD OF DIRECTORS AND SOLE SHAREHOLDER
OF
STEVE PALMER CONCRETE, INC.

The undersigned, being the members of the Board of Directors (the "Board") and sole shareholder of Steve Palmer Concrete, Inc., a Florida corporation (the "Company"), acting pursuant to Florida Statute §§ 607.0704 and 607.0821, hereby adopts, by this written consent, the following resolutions with the same force and effect as if they had been adopted at a duly convened at a joint meeting of the Board and shareholders and direct that this written consent be filed with the Company's official minutes book:

WHEREAS, the directors and shareholders of the Company have, from time to time held meetings and taken action by unanimous consent in writing in lieu of meetings during 2016, and through the date of this Written Consent, without the formality of preserving such written consents or a written record of meetings, and have also from time to time taken action without holding such meetings or executing such consents; and

WHEREAS, it is deemed advisable that all omissions in the minute book and any technical defects in any meetings or actions taken by the director or shareholder be cured;

NOW, THEREFORE, be it RESOLVED THAT:

1. All elections of officers, and all corporate actions taken by them in good faith and in furtherance of interests of the corporation, from January 1, 2016 through the date of this Consent whether or not reflected in the minute book of the Company, are hereby ratified, confirmed and approved in their entirety.

2. Without limiting the generality of the foregoing, the following person is elected to the offices of the Company set forth opposite her name to serve in accordance with the Bylaws and until their respective successors are elected and qualified:

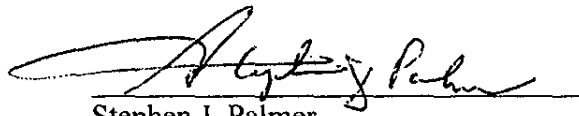
<u>Office</u>	<u>Name</u>
President, Vice President and Director	Stephen J. Palmer
Vice President	Stephen M. Palmer
Secretary, Director	Sheri Montgomery

3. The sole shareholder, Stephen J. Palmer has made the decision to sell 100% of his stock in the company to his son, Stephen M. Palmer. Article VI of the Company's Articles of Incorporation require that the stock first be offered for sale to the Company. As the sole shareholder, he and the board of directors are electing to waive the requirement that Stephen J. Palmer first offer his shares to the corporation and each respectively waives any right to enforce Article VI, but reserves the right to impose this requirement in future transactions.

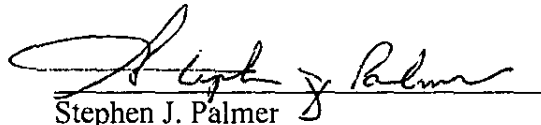
4. The proper officers of the Company are hereby authorized to take any and all such further actions and to execute any and all such further instruments, documents, *certificates and agreements, in the name and on behalf of the Company, under its corporate seal* or otherwise, and to pay all such costs and expenses, as they consider necessary or desirable to carry out the purposes of the foregoing resolutions.

This Unanimous Consent may be executed in two or more counterparts, all of which taken together shall be deemed one and the same instrument.

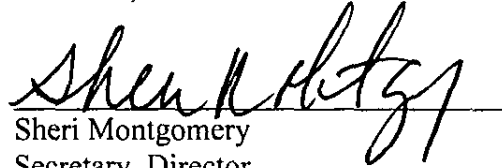
IN WITNESS WHEREOF, each of the undersigned has executed this Action by Written Consent of the Board of Directors as of the 30th day of May, 2017.



Stephen J. Palmer
Sole Shareholder



Stephen J. Palmer
President, Vice President & Director



Sheri Montgomery
Secretary, Director