**STATE OF ALABAMA**

**DOMESTIC BUSINESS CORPORATION**
**AMENDMENT TO FORMATION/ARTICLES**

20181212000433370 1/5 $84.00
Shelby Cnty Judge of Probate, AL
12/12/2018 10:15:39 AM FILED/CERT

PURPOSE: In order to amend a Business Corporation's (formerly known as For-Profit Corporation) Certificate of Formation/Articles of Incorporation under Section 10A-2-10.06 of the Code of Alabama 1975 this Amendment and the appropriate filing fees must be filed with the Office of the Judge of Probate in the county where the corporation was initially formed/incorporated.

**(For County Probate Office Use Only)**

INSTRUCTIONS: Mail one (1) signed original and two (2) copies of this completed form and the appropriate filing fees to the Office of the Judge of Probate in the county where the corporation's Certificate of Formation was recorded. Contact the Judge of Probate's Office to determine the county filing fees. Make a separate check or money order payable to the **Secretary of State for the state filing fee of $50.00** and the Judge of Probate's Office will transmit the fee along with a certified copy of the Amendment to the Office of the Secretary of State within 10 days after the filing is recorded. Once the Secretary of State's Office has indexed the filing, the information will appear at www.sos.alabama.gov under the Government Records tab and the Business Entity Records link – you may search by entity name or number. You may pay the Secretary of State fees by credit card if the county you are filing in will accept that method of payment (see attached). Your Amendment will not be indexed if the credit card does not authorize and will be removed from the index if the check is dishonored.

## This form must be typed or laser printed.

1. The name of the corporation from the Certificate of Formation/Articles of Incorporation:

   JayGee's, Inc.

2. The date the Certificate of Formation was filed in the county: 12/ 05 / 2001 (format MM/DD/YYYY)

3. The titles, dates, and places of filing of any previous Amendments:_____
   **Attach a listing if necessary.**

4. Alabama Entity ID Number (Format: 000-000): 220 - 202 **INSTRUCTION TO OBTAIN ID NUMBER TO COMPLETE FORM:** If you do not have this number immediately available, you may obtain it on our website at www.sos.alabama.gov under the Government Records tab. Click on Business Entity Records, click on Entity Name, enter the registered name of the entity in the appropriate box, and enter. The six (6) digit number containing a dash to the left of the name is the entity ID number. If you click on that number, you can check the details page to make certain that you have the correct entity – this verification step is strongly recommended.

**(For SOS Use Only)**

This form was prepared by: (type name and full address)

Denise D. Graham
5 Brown Circle
Alabaster, Alabama 35007

# DOMESTIC BUSINESS CORPORATION AMENDMENT

20181212000433370 2/5 $84.00
Shelby Cnty Judge of Probate, AL
12/12/2018 10:15:39 AM FILED/CERT

[Instruction on Amendment completion: Be very specific about what must be changed if you are amending existing information. If the amendment includes a name change, a copy of the Name Reservation form issued by the Office of Secretary of State **must** be attached.

Registered agents and registered agent addresses are changed by filing a Change Of Registered Agent Or Registered Office By Entity form directly with the Office of the Secretary of State (the new agent's signature is required agreeing to accept responsibility). You may file the information as an Amendment also, but the change form must be on file with the Secretary of State per 10A-1-3.12(a) (2) to effect the change in the public records database.]

5. The following amendment was adopted on _____/____/_____(format MM/DD/YYYY):

Crystal Spencer Jones is no longer shareholder of JayGee's, Inc, donating her shares in full to Denise D. Graham.

Denise D. Graham is now 100% shareholder of JayGee's, Inc.

Crystal Spencer Jones is no longer Vice President of JayGee's, Inc. and is not an officer in any capacity.

☒ Additional Amendments and the dates on which they were adopted are attached.

**Item 6, 7, or 8 MUST be checked/completed with any appropriate attachments.**

6. ☒ The board of directors without shareholder action approved the Amendment. Shareholder action was not required.

7. ☐ The shareholders approved the Amendment. The total number of votes entitled to be cast was _____ (information is required for item a or b). Complete one of the following:

   a. The total number of votes cast for amendment was _____ and the total number of votes cast against amendment was _____.

   b. The total number of undisputed votes cast for amendment was _____ which was a sufficient number of votes to approve amendment.

8. ☐ Amendment by voting groups was required; the information required in item 5 above is provided for each voting group and is attached to and made part of this Domestic Business Corporation Amendment document.

11/26/2018
Date (MM/DD/YYYY)

Denise D. Graham
Signature as required by 10A-2-1.20

Denise D. Graham
Typed Name of Above Signature

President
Typed Title/Capacity to Sign under 10A-2-1.20

20181212000433370 3/5 $84.00
Shelby Cnty Judge of Probate, AL
12/12/2018 10:15:39 AM FILED/CERT

# MINUTES OF THE REGULAR MEETING OF DIRECTORS
# of
# JAYGEES, INC.

The regular meeting of directors of the corporation was held at Alabaster, Alabama on December 31, 2004.

The following were present: Denise Graham
Crystal Jones

being a quorum and all of the directors of the corporation. Denise Graham was elected chairman of the meeting and was appointed secretary thereof.

The secretary then presented and read to the meeting a waiver of notice of meeting, subscribed by all the directors of the corporation, and it was ordered that it be appended to the minutes of the meeting.

The minutes of the preceeding meeting of the board of directors held on December 5, 2002 was thereupon read and adopted.

The president then rendered a general report of the business of the corporation, the secretary presented her report and the treasurer rendered a report of the finances of the corporation. The officers' reports were received and ordered on file.

The following were duly nominated and a vote having been taken were unanimously elected officers of the corporation to serve for one year and until their successors are elected and shall qualify:

President: Denise Graham
Secretary: Denise Graham

Resolved and accepted that the 50 shares of Jaygees, Inc., held by Crystal Jones are hereby transferred to Denise Graham, as indicated on the attached stock certificate #2, and dated December 31, 2004. The total issued stock of the corporation is hereby held entirely by Denise Graham, consisting of 100 shares.

There being no further business before the meeting, on motion duly made, seconded and carried, the meeting adjourned.

Dated: December 31, 2004

Denise Graham
Secretary

20181212000433370 4/5 $84.00
Shelby Cnty Judge of Probate, AL
12/12/2018 10:15:39 AM FILED/CERT

# MINUTES OF THE REGULAR MEETING OF DIRECTORS

of

Jaygeo, Inc

The regular meeting of directors of the corporation was held at Alabaster, AL

on 12/20/05 at 9 A.M.

The following were present Denise Graham

being a quorum and all of the directors of the corporation.

Denise Graham was elected chairman of the meeting and was appointed secretary thereof.

The secretary then presented and read to the meeting a waiver of notice of meeting, subscribed by all the directors of the corporation, and it was ordered that it be appended to the minutes of the meeting.

The minutes of the preceeding meeting of the board of directors held on 12/31/04 was thereupon read and adopted.

The president then rendered a general report of the business of the corporation, the secretary presented his report and the treasurer rendered a report of the finances of the corporation. The officers' reports were received and ordered on file.

The following were duly nominated and a vote having been taken were unanimously elected officers of the corporation to serve for one year and until their successors are elected and shall qualify:

President Denise Graham

Vice-President

Secretary Denise Graham

Treasurer

20181212000433370 5/5 $84.00
Shelby Cnty Judge of Probate, AL
12/12/2018 10:15:39 AM FILED/CERT

Resolved that Graham & Associates, CPAs shall be the dba of Jaycees, Inc. beginning 1/1/06.

There being no further business before the meeting, on motion duly made, seconded and carried, the meeting adjourned.

Dated 12/20/05

Denise Graham
secretary

chairman

The following have been appended to these minutes:

Waiver of Notice