



COMMONWEALTH OF KENTUCKY
MICHAEL G. ADAMS, SECRETARY OF STATE

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Michael G. Adams
Kentucky Secretary of State
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Division of Business Filings
P.O. Box 718
Frankfort, KY 40602
(502) 564-3490
www.sos.ky.gov

Articles of Amendment
(Domestic Profit or Professional Services Corporation)

AMD

Pursuant to the provisions of KRS 14A and KRS 271B, the undersigned applies to amend articles of incorporation, and for that purpose, submits the following statements:

1. Name of the corporation on record with the Office of the Secretary of State is:

ALEXIUS M. BISHOP, M.D., P.S.C.

(The name must be identical to the name on record with the Secretary of State.)

2. The text of each amendment adopted: _____

Article I: The name of the corporation shall be Bright Future Pediatrics, P.S.C.

3. If the amendment provides for an exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment, if not contained in the amendment itself, are as follows: _____

4. The date of adoption of each amendment was as follows: April 11, 2024

5. Check the option that applies (check only one option):

- ☐ The amendment(s) was (were) duly adopted by the incorporators prior to issuance of shares.
☐ The amendment(s) was (were) duly adopted by the board of directors prior to issuance of shares.
☐ The amendment(s) was (were) duly adopted by the incorporators or board of director without shareholder action as shareholder action was not required.
☒ If the amendment(s) was (were) duly adopted by the shareholders, the:
a) 100 Number of outstanding shares.
b) 100 Number of votes entitled to be cast by each voting group entitled to vote separately on the amendment
c) 100 Number of votes of each voting group indisputably represented at the meeting.
d) 100 The total number of votes in favor of the amendment.
e) 0 The number of votes against the amendment.
f) 100 The number of votes cast for the amendment by each voting group was sufficient.

I declare under penalty of perjury under the laws of Kentucky that the forgoing is true and correct.

Douglas P. Poon
Signature of Officer or Chairman of the Board

Douglas P. Poon, M.D. President 4/11/24
Printed Name Title Date

FILING INSTRUCTIONS
ARTICLES OF AMENDMENT FOR A DOMESTIC PROFIT CORPORATION

NAME

Use the exact name of the business entity as registered on file with the Office of the Secretary of State.

TEXT OF AMENDMENT

The amendment must contain the text of the amendment (ie: change of corporate name, duration, to increase, decrease the number of shares, etc.)

EXCHANGE OR RECLASSIFICATION

If the amendment provides for any type of share change that is not provided in the amendment, provide the manner for implementing the change. If not applicable, indicate none or n/a in the space provided.

DATE

The date the amendment was adopted must be provided.

AMENDMENT ADOPTION

Select the appropriate method of adoption for the amendment.

EFFECTIVE DATE AND TIME

The document will be effective on the date and time of filing.

WHO MAY SIGN

The document must be signed by an officer or chairman of the board.

PRINCIPAL OFFICE ADDRESS

The principal office is the office (in or out of this state) so designated in writing with the Office of the Secretary of State where the principal designated office of the business entity is located. This address is where all correspondence from the Office of the Secretary of State (See Document Delivery) will be submitted.

DOCUMENT DELIVERY

A file stamped postcard will be sent to the principal office address. If the applicant wishes for the document to be sent to an alternate address other than the principal office, a request must be submitted in writing affirming that request. Alternate address requests must be submitted with each document filed with the Office of the Secretary of State.

ADDITIONAL ARTICLES OR NEED TO MODIFY THE EXISTING FORM

If this form does not comply with what you wish to file (ie: additional articles, signatures, etc.), please disregard this form and send a drafted executed copy of the document according to the KRS statute noted on the form to the address below.

NUMBER OF COPIES

If filing via mail or in person, one exact or conformed copy of the documents with the filing fee must be submitted to the address below. To make a copy of the filing for delivery to the local county clerk's office, visit www.sos.ky.gov and print a copy from the organization search tool.

FILING FEE

The filing fee for this document is \$40.00. Checks should be made payable to the "Kentucky State Treasurer."

If you are increasing your shares, the following formula should be utilized:

1. Articles of Amendment	\$40.00
2. Organization Tax Fee for 1,000 shares or less	+\$10.00
Total Filing Fee \$50.00	

KRS 136.060 requires every corporation to pay an organization tax based upon the number of shares authorized by the articles of incorporation. The minimum organization tax fee for one thousand (1,000) shares or less is \$10.00. If the corporation is issuing more than 1,000 shares, please contact the Office of the Secretary of State for total filing fee due.

SHARES

The articles of amendment shall prescribe the classes of shares and the number of shares of each class the corporation is authorized to issue. If there is more than one class of shares, please do not use form, as articles must set forth a distinguishing designation for each class, and the preferences, limitations and relative rights.

MAILING ADDRESS

Michael Adams
Office of the Secretary of State
P.O. Box 718
Frankfort, KY 40602-0718

OFFICE LOCATION

Room 152, Capitol Building
700 Capital Avenue
Frankfort, KY 40601
Hours of Operation: 8:00 AM-4:30 PM ET

CONTACT INFORMATION

If you have any questions, please feel free to visit our website at www.sos.ky.gov or call 502-564-3490.

FUTURE DOCUMENTATION REQUIREMENTS AND DEADLINES

The business entity must file an **annual report** with the Secretary of State between January 1 and June 30 of the year following the calendar year in which the corporation was formed. Subsequent annual reports must be filed with the Secretary of State between January 1 and June 30 of the following calendar years. A **statement of change** of the registered agent and/or registered office address or principal office address must be filed with the Secretary of State whenever a change has occurred involving any of the above categories. Downloadable forms may be found on our website.

(02/23)

ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
ALEXIUS M. BISHOP, M.D., P.S.C.

Pursuant to Chapters 271B and 274 of the Kentucky Revised Statutes, the undersigned corporation executes these Articles of Amendment to its Articles of Incorporation.

1. The name of the corporation is Alexius M. Bishop, M.D., P.S.C.
2. The Board of Directors unanimously agreed by unanimous written consent to amend the Articles of Incorporation and directed that the following amendment be submitted to a vote of the shareholders. All of the outstanding shares of the corporation approved of the following amendment by unanimous written consent.

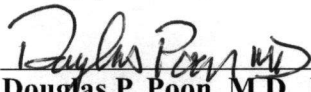
ARTICLE I

The name of the corporation shall be Bright Future Pediatrics, P.S.C.

3. The effective date of these Articles shall be April 11, 2024.

IN WITNESS WHEREOF, the undersigned duly authorized officer of Alexius M. Bishop, M.D., P.S.C. does hereby set his hand this 11th day of April, 2024.

ALEXIUS M. BISHOP, M.D., P.S.C.,
a Kentucky professional services corporation

By: 
Douglas P. Poon, M.D., President

This document prepared by:
Margaret C. Tierney, Esq.
Dressman Benzinger LaVelle psc
109 E Fourth Street
Covington, Kentucky 41011
(859) 341-1881

UNANIMOUS WRITTEN CONSENT
OF THE SHAREHOLDERS AND
THE BOARD OF DIRECTORS OF
ALEXIUS M. BISHOP, M.D., P.S.C.

The undersigned, being all of the shareholders (the "Shareholders") and members of the board of directors (the "Board") of **ALEXIUS M. BISHOP, M.D., P.S.C.**, a Kentucky professional services corporation (the "Company"), acting by unanimous written consent without a meeting pursuant to §§ 271B.7-040 and 271B.8-210 of the Kentucky Revised Statutes, hereby adopt the following resolutions:

WHEREAS, the Bylaws of the Company, as adopted, and KRS § 271B.7-040 permit the Shareholders to take action without a meeting by unanimous written consent;

WHEREAS, the Bylaws of the Company, as adopted, and KRS §271B.8-210 permits the Board to take action without a meeting by unanimous written consent;

WHEREAS, the Company desires to amend its Articles of Incorporation by submitting those certain Articles of Amendment, attached hereto as Exhibit A, to the Kentucky Secretary of State;

WHEREAS, the undersigned desire to execute this Unanimous Written Consent in lieu of holding a formal meeting of the Board and its Shareholders.

NOW THEREFORE, BE IT:

RESOLVED, that the Board unanimously consents to amending the Articles of Incorporation through the filing of the Articles of Amendment with the Kentucky Secretary of State and has presented said Articles of Amendment to the Shareholders.

RESOLVED, that the Shareholders unanimously consent to the amending of the Articles of Incorporation through the filing of those certain Articles of Amendment with the Kentucky Secretary of State.

RESOLVED, that **DOUGLAS PATRICK POON, M.D.**, as the President of the Company, be and hereby is, authorized and empowered to take all such further action and to execute and deliver all such further agreements, certifications, instruments, and documents, in the name and on behalf of the Company; to pay or cause to be paid all expenses; to take all such other actions as he shall deem necessary, desirable, advisable, or appropriate to consummate, effectuate, carry out or further the transactions contemplated by and the intent and purposes of the foregoing resolutions.

[Signature Page Follows]

IN WITNESS WHEREOF, this Unanimous Written Consent of the Shareholders and the Board of Directors of **ALEXIUS M. BISHOP, M.D., P.S.C.** has been executed this 11th day of April, 2024.

SHAREHOLDERS:



DOUGLAS PATRICK POON, M.D.



KELLEY BURCHELL YOUNG, M.D.

BOARD OF DIRECTORS:



DOUGLAS PATRICK POON, M.D.



KELLEY BURCHELL YOUNG, M.D.

EXHIBIT A

Articles of Amendment

[See Attached]