

P13000028194

(Requestor's Name)

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(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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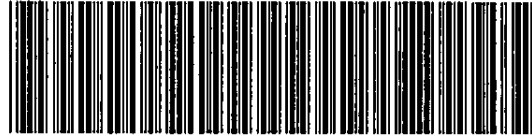
(Business Entity Name)

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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: CARDO INVESTMENTS CORP

DOCUMENT NUMBER: P13000028194

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

Please return all correspondence concerning this matter to the following:

JOSE NICENBOIM

(Name of Contact Person)

ZET GROUP CORP

(Firm/ Company)

20900 NE 30 AVE SUITE 200

(Address)

AVENTURA, FL 33180

(City/ State and Zip Code)

JENICENBOIM@GMAIL.COM

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

For further information concerning this matter, please call:

JOSE NICENBOIM

305

9601197

at

(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

CARDO INVESTMENTS CORP.

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

P13000028194

(Document Number of Corporation (if known))

Pursuant to the provisions of section 617.1006, Florida Statutes, this **Florida Not For 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" or "incorporated" or the abbreviation "Corp." or "Inc." "Company" or "Co." may not be used in the name.

B. Enter new principal office address, if applicable:

*(Principal office address **MUST BE A STREET ADDRESS**)*

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:

New Registered Office Address:

(Florida street address)

(City)

, Florida

(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	<u>PT</u>	<u>John Doe</u>
☒ Remove	<u>V</u>	<u>Mike Jones</u>
☒ Add	<u>SV</u>	<u>Sally Smith</u>

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) ☐ Change	_____	_____	_____
☐ Add			_____
☐ Remove			_____
2) ☐ Change	_____	_____	_____
☐ Add			_____
☐ Remove			_____
3) ☐ Change	_____	_____	_____
☐ Add			_____
☐ Remove			_____
4) ☐ Change	_____	_____	_____
☐ Add			_____
☐ Remove			_____
5) ☐ Change	_____	_____	_____
☐ Add			_____
☐ Remove			_____
6) ☐ Change	_____	_____	_____
☐ Add			_____
☐ Remove			_____

E. If amending or adding additional Articles, enter change(s) here:
(attach additional sheets, if necessary). (Be specific)

SEE ATTACHED IN 3 PAGES

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

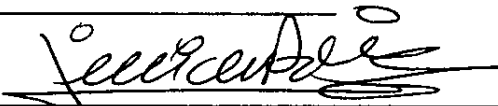
Effective date if applicable: _____
(no more than 90 days after amendment file date)

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 members and the number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated MAY 15, 2015

Signature 

(By the chairman or vice chairman of the board, president or other officer-if directors have not been selected, by an incorporator – if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

JOSE NICENBOIM

(Typed or printed name of person signing)

PRESIDENT

(Title of person signing)

**AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
CARDO INVESTMENTS CORP.**

In compliance with Sections 607.1003 and 607.1007, Florida Statutes, **CARDO INVESTMENTS CORP.**, a corporation organized and existing under the laws of the State of Florida (the "**Corporation**"), hereby amends and restates its Articles of Incorporation in their entirety as follows:

ARTICLE I - NAME

The name of the Corporation is: **Cardo Investments Corp.**

ARTICLE II - ADDRESS

The principal place of business address and the mailing address of the Corporation is:

20900 N.E. 30th Ave.
Suite 200
Aventura, FL 33180

ARTICLE III - DURATION

The Corporation shall have perpetual existence.

ARTICLE IV - PURPOSE

The purpose for which this Corporation is organized is any and all lawful business permitted under the laws of the United States and of the State of Florida.

ARTICLE V - CAPITAL STOCK

The total number of shares authorized to be issued by the Corporation shall be 500.

ARTICLE VI - REGISTERED AGENT AND OFFICE

The name and street address of the registered agent and office of the Corporation is:

Jose Nicenboim
20900 N.E. 30th Ave.
Suite 200
Aventura, FL 33180

The registered office and registered agent may be changed in the manner provided by the Florida Business Corporation Act.

ARTICLE VII – BOARD OF DIRECTORS

The name and address of the Director shall be as follows:

Jose Nicenboim
20900 N.E. 30th Ave, Suite 200
Aventura, FL 33180

The number of Directors may be increased or decreased from time to time by the Bylaws but shall never be less than one (1).

ARTICLE VIII – LIMITATIONS OF AUTHORITY

The business and affairs of the Corporation shall be managed by or under the direction of the Board of Directors. Notwithstanding any other provision of these Articles and any provision of law that otherwise so empowers the Corporation, the Corporation shall not, without the unanimous written consent of its Shareholders:

- a) sell, convey, mortgage, pledge, create a security interest in, lease, exchange and otherwise, dispose of any property or assets of the Corporation;
- b) incur any indebtedness or assume or guaranty any indebtedness of any person;
- c) dissolve, wind-up or liquidate, in whole or in part;
- d) consolidate, combine or merge with or into any other entity or convey or transfer or lease its property and assets substantially as an entirety to any person;
- e) institute proceedings to be adjudicated bankrupt or insolvent, or consent to the institution or bankrupt or insolvent, or consent to the institution or bankruptcy or insolvency proceedings against the Corporation, or file a petition seeking or consenting to reorganization or relief under any applicable federal or state law relating to bankruptcy, or consent to the appointment of a receiver, liquidator, assignee, trustee, sequestrator (or other similar official) of the Corporation or a substantial part of property of the Corporation, or make any assignment for the benefit of creditors, or admit in writing the Corporation's inability to pay its debts generally as they become due, or take corporate action in furtherance of any such action; or
- f) amend Article VIII of these Articles of Incorporation.

ARTICLE IX - BYLAWS

The Bylaws of the Corporation may be adopted, altered, amended and repealed by its Shareholders.

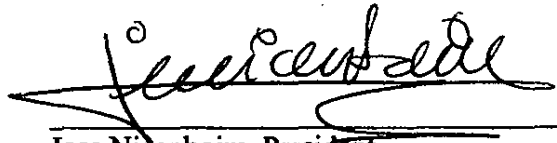
ARTICLE X - INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XI - AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida Business Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Amended and Restated Articles of Incorporation as of the 1st day of May, 2015, which were adopted by the shareholder and the number of votes cast for the shareholder was sufficient for approval.



Jose Nicenboim, President