

Division of Corporations

Page 1 of 2

PIA000019979

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H20000285009 3))



H200002850093ABC-

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations
Fax Number : (850) 617-6380

From: Account Name : VCORP SERVICES, LLC
Account Number : I20080000067
Phone : (945) 425-0077
Fax Number : (945) 818-3588

Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

Email Address: _____

COR AMND/RESTATE/CORRECT OR O/D RESIGN
USP 800 CONSULTANTS INC. *****

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$35.00

M. SUIKER

AUG 19 2020

2020 AUG 18 PM 2:26

2020 AUG 19 AM 11:19

STATE OF FLORIDA
DIVISION OF CORPORATIONS

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF USP 800 CONSULTANTS, INC.**

Pursuant to Section 607.1007 of the Business Corporation Act of the State of Florida, the undersigned, being the Directors of USP 800 Consultants, Inc. (hereinafter the "Corporation"), a Florida corporation, and desiring to amend and restate its Articles of Incorporation, do hereby certify:

FIRST: The Articles of Incorporation of the Corporation were filed with the Secretary of State of Florida on March 1, 2019, Reference No. P19000019979.

SECOND: These Amended and Restated Articles of Incorporation (the "Restated Articles"), which supersede the original Articles of Incorporation and all amendments to them, were adopted by all of the Directors of the Corporation and the holders of a majority of its voting capital stock on August 5, 2020. To effect the foregoing, the text of the Articles of Incorporation is hereby restated and amended as herein set forth in full:

**ARTICLE I
NAME**

The name of the Corporation is KhemoSafe Inc.

**ARTICLE II
DURATION**

The term of existence of the Corporation is perpetual.

**ARTICLE III
PURPOSE**

The Corporation may transact any and all lawful business for which corporations may be organized under the Florida Business Corporation Act.

**ARTICLE IV
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of the Corporation is:

66 West Flagler Street

Suite# 900

Miami, Florida 33130

2020 AUG 18 AM 11:13 AM
STATE OF FLORIDA
DIVISION OF CORPORATIONS

**ARTICLE V
CAPITAL STOCK**

The total number of shares of capital stock which the Corporation shall have authority to issue is twenty million (20,000,000) shares of common stock, \$0.0001 par value per share (the "Common Stock"), and five million (5,000,000) shares of preferred stock, \$0.0001 par value per share (the "Preferred Stock").

Each holder of Common Stock, as such, shall be entitled to one vote for each share of Common Stock held of record by such holder on all matters on which stockholders generally are entitled to vote: provided, however, that, except as otherwise required by law, holders of Common Stock, as such, shall not be entitled to vote on any amendment to this Amended and Restated Articles of Incorporation (including any certificate of designations relating to any series of Preferred Stock) that relates solely to the terms of one or more outstanding series of Preferred Stock if the holders of such affected series are entitled, either separately or together with the holders of one or more other such series, to vote thereon pursuant to this Amended and Restated Articles of Incorporation (including any certificate of designations relating to any series of Preferred Stock) or pursuant to the Florida Business Corporation Act.

Shares of Preferred Stock may be issued from time to time in one or more classes or series, each of which class or series shall have such distinctive designation or title as shall be fixed by the Board of Directors of the Corporation or, to the extent permitted by the Florida Business Corporation Act, any committee thereof established by resolution of the Board of Directors pursuant to the Bylaws prior to the issuance of any shares thereof. Each such class or series of Preferred Stock shall have such voting powers, full or limited, or no voting powers, and such preferences and relative, participating, optional or other special rights and such qualifications, limitations or restrictions thereof, as shall be stated in such resolution or resolutions providing for the issue of such class or series of Preferred Stock as may be adopted from time to time by the Board of Directors prior to the issuance of any shares thereof pursuant to the authority hereby expressly vested in it, all in accordance with the laws of the State of Florida.

**ARTICLE VI
REGISTERED OFFICE AND AGENT**

The street address of the Corporation's registered office is:

66 West Flagler Street, Suite# 900, Miami, Florida 33130.

The name of the Corporation's registered agent at that office is:

Louis M Soto.

**ARTICLE VII
INITIAL DIRECTORS**

The initial officers and directors of the Corporation shall be:

Louis M. Soto

Director, President, Treasurer and Secretary
66 West Flagler Street, Suite# 900
Miami, Florida 33130

**ARTICLE VIII
AFFILIATED TRANSACTIONS**

The Corporation expressly elects not to be governed by Section 607.0901 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.

**ARTICLE IX
CONTROL SHARE ACQUISITIONS**

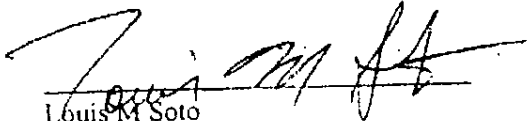
The Corporation expressly elects not to be governed by Section 607.0902 of the Florida Business Corporation Act, as amended from time to time, relating to control share acquisitions.

**ARTICLE X
INDEMNIFICATION**

The Corporation shall indemnify any present or former officer or director, or person exercising powers and duties of an officer or a director, to the full extent now or hereafter permitted by law.

THIRD: The foregoing amendments were adopted by all of the Directors and shareholders holding a requisite majority of the outstanding voting capital stock of the Corporation pursuant to sections 607.0821, 607.0704, 607.0901(5) and 607.0902(5) of the Florida Business Corporation Act on July 10, 2020. Therefore, the number of votes cast for the amendment to the Corporation's Articles of Incorporation was sufficient for approval.

IN WITNESS WHEREOF, the undersigned has executed these Amended and Restated Articles of Incorporation this fifth day of August, 2020.


Louis M Soto