

P10000050366

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

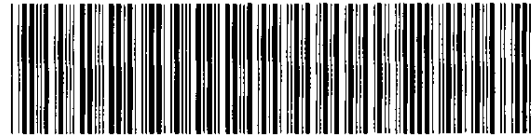
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



900184091299

08/09/10--01016--024 \*\*35.00

2010 AUG -9 PM 2:17  
ALL AMASSET FILING

Amended & Restated

TB

AUG 10 2010

# KANANACK LAW LLC

BUSINESS & TECHNOLOGY LAW

1819 RIVERVIEW DRIVE  
MELBOURNE, FL 32901

TELEPHONE (321) 726-8595  
FACSIMILE (321) 674-3925  
wjklaw@wjklaw.com

August 6, 2010

Department of State  
Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314

Attention: Amendment Section

Re: ABS INNOVATIONS, INC.

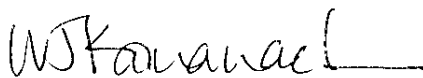
To Whom It May Concern:

I have enclosed for processing by the Amendment Section of the Division of Corporations one original and one copy of the First Amended and Restated Articles of Incorporation for the above-referenced corporation. A certificate required by §607.1006 and §607.1007 of the Florida Statutes is also enclosed together with a check made payable to the Florida Department of State in the amount of \$35.00.

Please call me if you have any questions.

Thank you.

Sincerely yours,



William J. Kananack

**ABS INNOVATIONS, INC.**  
**FIRST AMENDED AND RESTATED ARTICLES OF INCORPORATION**

ARTICLE I

NAME

The name of the Corporation is ABS INNOVATIONS, INC. ("Corporation").

ARTICLE II

PRINCIPAL OFFICE

The principal office and mailing address of the Corporation is 285 Camella Terrace, Indian Harbour Beach, FL 32937.

ARTICLE III

PURPOSE OF CORPORATION

The general nature of the business transacted by Corporation and the purposes for which this Corporation is formed are as follows:

A. To engage in every phase and aspect of the business as determined by the Board of Directors from time to time including, without limitation, the manufacture, design, construction, ownership, use, purchase, sale or lease, of articles and property of all kinds and to render services of all kinds, and to engage in any lawful act or activity for which corporations may be organized under the laws of the United States and the State of Florida.

B. To invest the funds of this Corporation in real estate, mortgages, stocks, bonds, or any other type of investment, and to own real and personal property necessary to the operation of the Corporation.

C. To do anything necessary and proper for the accomplishment or furtherance of any of the purposes or objectives of the Corporation.

ARTICLE IV

TERM OF EXISTENCE

The Corporation shall commence on the date these Articles are filed with the Secretary of State, and thereafter shall have perpetual existence unless dissolved according to law.

ARTICLE V

CORPORATE CAPITALIZATION

A. The maximum number of shares of capital stock that this Corporation is authorized to issue and have outstanding at any one time is one million (1,000,000) shares of common stock having a par value of \$.001 per share.

2018 AUG -9 PM 2:17  
ALL AMENDED FILES

B. The Board of Directors of the Corporation may authorize, from time to time, the issuance of shares of common stock for such consideration as the Board of Directors may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in these Articles of Incorporation, as amended, or the Bylaws of the Corporation.

#### ARTICLE VI

##### VOTING RIGHTS

Except as otherwise provided by law, the entire power for the election of Directors, and for all other purposes, shall be vested exclusively in the holders of the outstanding shares of common stock.

#### ARTICLE VII

##### REGISTERED AGENT/REGISTERED OFFICE

The Registered Agent of the Corporation shall be Bonnie Dubrow and the registered office of the Corporation shall be 2213 Smathers Circle, N. Melbourne, FL 32901.

#### ARTICLE VIII

##### BOARD OF DIRECTORS

A. The business of this Corporation shall be managed by the Board of Directors. The Board of Directors shall have one (1) Director.

B. The number of Directors may be either increased or diminished from time to time by the Bylaws, adopted by the shareholders or Directors, but shall never be less than one (1).

C. The name and street addresses of the initial members of the Board of Directors, to hold office for the first year of existence of the Corporation, or until successors are elected or appointed and have been qualified, are:

##### Name

David Speed Recan

##### Street Address

285 Camella Terrace  
Indian Harbour Beach, FL 32937

#### ARTICLE IX

##### BYLAWS

The power to adopt, amend or repeal the Bylaws of this Corporation shall be vested in the Board of Directors and the shareholders. The Board of Directors shall have the power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Directors at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

ARTICLE X  
INDEMNIFICATION

This Corporation shall to the fullest extent permitted by law, as amended and supplemented from time to time, indemnify any and all persons whom it shall have power to indemnify from and against any and all expenses, liabilities or costs, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, agreement, vote of stockholders, or disinterested directors, or otherwise, both as to actions in an official capacity, or to actions in another capacity while holding office, and shall continue as to a person who has ceased to be a director, officer, employee or agent and shall inure to the benefit of the heirs, executors and administrators of any such person.

ARTICLE XI  
INCORPORATORS

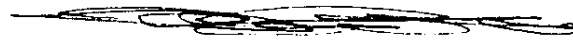
The name and address of the Incorporator and Subscriber to the original Articles of Incorporation as of the date of the filing of such Articles of Incorporation with the Secretary of State was as follows:

<u>Name</u>	<u>Street Address</u>
David Speed Ream	285 Camella Terrace Indian Harbour Beach, FL 32937

ARTICLE XII  
AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation, or to any amendment hereto, in any manner now or hereafter permitted by the Florida Statutes.

IN WITNESS WHEREOF, the undersigned executed these Articles of Incorporation on this 6<sup>th</sup> day of August, 2010.



\_\_\_\_\_  
DAVID SPEED REAM, PRESIDENT

**ABS INNOVATIONS, INC.**

**CERTIFICATE OF AMENDED AND RESTATED ARTICLES OF INCORPORATION**

Pursuant to Resolution of the Board of Directors, dated August 6, 2010, ABS INNOVATIONS, INC. (the "Corporation"), duly adopted and replaced the Articles of Incorporation, as amended, with the First Amended and Restated Articles of Incorporation. The Corporation, pursuant to Florida Statutes §607.1006 and §607.1007 hereby certifies the following:

1. The Board of Directors of the Corporation adopted the First Amended and Restated Articles of Incorporation on August 6, 2010.

2. The duly adopted First Amended and Restated Articles of Incorporation of the Corporation supersedes the original articles of incorporation and all amendments thereto.

3. Shareholder action was not required to adopt the First Amended and Restated Articles of Incorporation of the Corporation.

Dated: August 6, 2010

ABS INNOVATIONS, INC.

By: 

David Speed Ream, President/Director