

320971

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

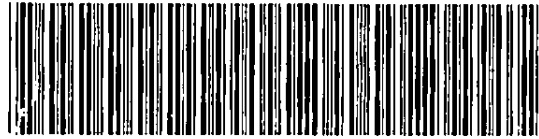
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



400405824354

Amended & Restated
Articles

FILED
2023 APR 20 AM 10:15
CLERK OF COURT
HONOLULU, HAWAII

2023 APR 20 PM 1:55
CLERK OF COURT
HONOLULU, HAWAII

A. RAMSEY

APR 25 2023

*02250, 00563, 00671



FLORIDA DEPARTMENT OF STATE
Division of Corporations

April 21, 2023

FLORIDA FILING & SEARCH SERVICES INC

TALLAHASSEE, FL 32302

SUBJECT: EASTERN AERO MARINE, INC.

Ref. Number: 320971

We have received your document for EASTERN AERO MARINE, INC. and the authorization to debit your account in the amount of \$35.00. However, the document has not been filed and is being returned for the following:

The date of adoption of each amendment must be included in the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Annette Ramsey
OPS

Letter Number: 123A00008972

Please keep original file date.

Thank you!

RECEIVED
2023 APR 24 PM 1:46
STONE COPY OF
TALLAHASSEE, FLORIDA

FLORIDA FILING & SEARCH SERVICES, INC.

**P.O. BOX 10662 TALLAHASSEE, FL 32302
155 Office Plaza Dr Ste A Tallahassee FL 32301
PHONE: (800) 435-9371; FAX: (866) 860-8395**

DATE: 4/20/2023

NAME: EASTERN AERO MARINE INC

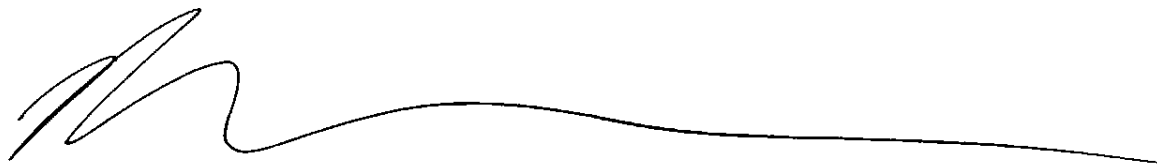
TYPE OF FILING: AMENDED AND RESTATED ARTICLES

COST: 35.00

RETURN: PLAIN COPY PLEASE

ACCOUNT: FCA000000015

AUTHORIZATION: ABBIE/PAUL HODGE



**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
EASTERN AERO MARINE, INC.**

FILED

2023 APR 20 AM 10:15

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 607.1007 of the Florida Business Corporation Act ("FBCA", the undersigned, being the President of Eastern Aero Marine, Inc., a Florida corporation (hereinafter the "Corporation"), and desiring to amend and restate its Certificate of Incorporation, as amended, does hereby certify:

FIRST: The Certificate of Incorporation of the Corporation were filed with the Secretary of State of Florida on September 15, 1967, having Document Number 320971, and amended by the Articles of Amendment to the Articles of Incorporation of the Corporation filed with the Secretary of State of Florida on December 27, 2000, having Document No. H00000067046 (as amended, the "Articles of Incorporation").

SECOND: These Amended and Restated Articles of Incorporation were adopted by the shareholders. The number of votes cast for each amendment by the shareholders were sufficient for approval. Each amendment was adopted as of April 20, 2023.

THIRD: The text of the Articles of Incorporation is hereby amended and restated in full and as a single document by these Amended and Restated Articles of Incorporation, as set forth below, and shall supersede the Articles of Incorporation.

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
EASTERN AERO MARINE, INC.**

**ARTICLE I
NAME**

The name of this Corporation is "Eastern Aero Marine, Inc."

**ARTICLE II
ADDRESS**

The street address of the principal office of the Corporation is 5502 N.W. 37 Avenue, Miami, Florida 33142 and its mailing address is P.O. Box 660067, Miami Springs, Florida 33266.

**ARTICLE III
REGISTERED AGENT AND REGISTERED AGENT ADDRESS**

The street address of the corporation's registered office is 5502 N.W. 37 Avenue, Miami, Florida 33142, and the name of its registered agent at that office is Miriam Oroshnik.

ARTICLE IV CAPITAL STOCK

The total authorized capital stock of this Corporation shall consist of One (1) share of Class A Voting Common Stock, par value \$.01 per share, and Nine Hundred Ninety Nine (999) shares of Class B Non-Voting Common Stock, par value \$.01 per share. The holders of Class A Voting Common Stock shall be entitled to vote on all matters submitted to a vote of shareholders of the Corporation and shall be entitled to one vote per share of Class A Voting Common Stock then outstanding and of record in his, her or its name on the books of the Corporation. The holders of Class B Non-Voting Common Stock shall not be entitled to vote on any matters submitted to a vote of shareholders of the Corporation except as required under the Florida Business Corporation Act ("FBCA").

ARTICLE V SPECIAL PROVISIONS

5.1 Bylaws. Subject always to such bylaws as may be adopted from time to time by the Corporation's shareholders, the Board of Directors is expressly authorized to adopt, alter, amend and repeal the Bylaws, but any bylaw adopted by the Board of Directors may be altered, amended or repealed by the shareholders. The Bylaws or any particular bylaw may fix a greater quorum or voting requirement for shareholders (or voting groups of shareholders) than is required by the FBCA.

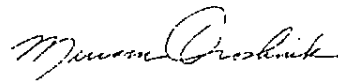
5.2 Indemnification. The Corporation shall indemnify, advance expenses, and hold harmless, to the fullest extent permitted by the FBCA and other applicable law as it presently exists or may hereafter be amended, any person (a "Covered Person") who was or is made or is threatened to be made a party or is otherwise involved in any action, suit or proceeding, whether civil, criminal, administrative, or investigative, and whether formal or informal, by reason of the fact that he or she, or a person for whom he or she is the personal or legal representative, heir, or executor, is or was a director or officer of the Corporation or, while a director or officer of the Corporation, is or was serving at the request of the Corporation as a director, officer, employee, or agent of another corporation or of a partnership, limited liability company, joint venture, trust, enterprise, or nonprofit entity, including service with respect to employee benefit plans, against all liability, damages, and loss suffered and expenses (including attorneys' fees) actually and reasonably incurred by such Covered Person. Any amendment, repeal, or modification of this Section 5.4 shall not adversely affect any right or protection hereunder of any person in respect of any act or omission occurring prior to the time of such repeal or modification. The rights to indemnification and to the advancement of expenses conferred in this Section 5.4 shall not be exclusive of any other right which any person may have or hereafter acquire under these Articles (as now or hereafter in effect), the Bylaws (as now or hereafter in effect), any statute, agreement, vote of shareholders or disinterested directors, or otherwise.

* * * * *

[Remainder of Page Intentionally Left Blank]

IN WITNESS WHEREOF, Eastern Aero Marine, Inc. has caused these Amended and Restated Articles of Incorporation to be signed by the undersigned officer on April 20th, 2023.

EASTERN AERO MARINE, INC.,
a Florida corporation



Date: 2023.04.20

09:55:25 -04'00'

By: _____

Name: Miriam Oroshnik


Title: President

CERTIFICATE OF ACCEPTANCE BY REGISTERED AGENT

Pursuant to the provisions of Section 607.0501 of the Florida Business Corporation Act, the undersigned submits the following statement in accepting the designation as registered agent and registered office of Easter Aero Marine, Inc., a Florida corporation (the "Corporation"), in the Corporation's Amended and Restated Articles of Incorporation.

Having been named as registered agent and to accept services of process for the Corporation at the registered office designated in the Corporation's Amended and Restated Articles of Incorporation, the undersigned accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and the undersigned is familiar with and accepts the obligations of its position as registered agent.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this 20th day of April 2023.



Date: 2023.04.2

09:53:58 -04'00'

MIRIAM OROSHNIK