

435472

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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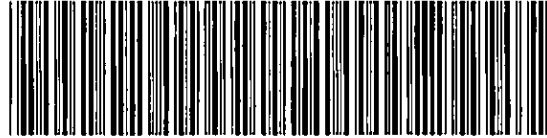
(Business Entity Name)

(Document Number)

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08/09/22--01011--001 **435.75

2022 AUG -9 PM 9:31

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MICHIGAN SECRETARY OF STATE

cf 8/9/2022

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Ocean Bio-Chem, Inc.

Name of Surviving Entity

The enclosed Articles of Merger and fee are submitted for filing.

Please return all correspondence concerning this matter to following:

Marcie Davant

Contact Person

Butler Snow LLP

Firm/Company

P.O. Box 6010

Address

Ridgeland, MS 39158

City/State and Zip Code

jack.ezzell@onewatermarine.com

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

For further information concerning this matter, please call:

Jack Ezzell

Name of Contact Person

At (678) 541-6301

Area Code & Daytime Telephone Number



Certified copy (optional) \$8.75 (Please send an additional copy of your document if a certified copy is requested)

Mailing Address:

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:

Amendment Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

IMPORTANT NOTICE: Pursuant to s.607.1622(8), F.S., each party to the merger must be active and current in filing its annual report through December 31 of the calendar year which this articles of merger are being submitted to the Department of State for filing.

ARTICLES OF MERGER

The following articles of merger are submitted in accordance with the Florida Business Corporation Act, 2022 AUG -9 AM 9:31 pursuant to section 607.1105, Florida Statutes.

FIRST: The name and jurisdiction of the surviving entity:

<u>Name</u>	<u>Jurisdiction</u>	<u>Entity Type</u>	<u>Document Number</u> (If known/ applicable)
<u>Ocean Bio-Chem, Inc.</u>	<u>Florida</u>	<u>Corporation</u>	<u>435472</u>

SECOND: The name and jurisdiction of each merging eligible entity:

<u>Name</u>	<u>Jurisdiction</u>	<u>Entity Type</u>	<u>Document Number</u> (If known/ applicable)
<u>OBCMS, Inc.</u>	<u>Florida</u>	<u>Corporation</u>	<u>P22000049269</u>
<u> </u>	<u> </u>	<u> </u>	<u> </u>
<u> </u>	<u> </u>	<u> </u>	<u> </u>
<u> </u>	<u> </u>	<u> </u>	<u> </u>
<u> </u>	<u> </u>	<u> </u>	<u> </u>

THIRD: The merger was approved by each domestic merging corporation in accordance with s.607.1101(1)(b), F.S., and by the organic law governing the other parties to the merger.

FOURTH: Please check one of the boxes that apply to surviving entity:

- ☐ This entity exists before the merger and is a domestic filing entity.
- ☐ This entity exists before the merger and is not authorized to transact business in Florida.
- ☒ This entity exists before the merger and is a domestic filing entity, and its Articles of Incorporation are being amended as attached.
- ☐ This entity is created by the merger and is a domestic corporation, and the Articles of Incorporation are attached.
- ☐ This entity is a domestic eligible entity and is not a domestic corporation and is being amended in connection with this merger as attached.
- ☐ This entity is a domestic eligible entity being created as a result of the merger. The public organic record of the survivor is attached.
- ☐ This entity is created by the merger and is a domestic limited liability limited partnership or a domestic limited liability partnership, its statement of qualification is attached.

FIFTH: Please check one of the boxes that apply to domestic corporations:

- ☒ The plan of merger was approved by the shareholders and each separate voting group as required.
- ☐ The plan of merger did not require approval by the shareholders.

SIXTH: Please check box below if applicable to foreign corporations

- ☐ The participation of the foreign corporation was duly authorized in accordance with the corporation's organic laws.

SEVENTH: Please check box below if applicable to domestic or foreign non corporation(s).

- ☐ Participation of the domestic or foreign non corporation(s) was duly authorized in accordance with each of such eligible entity's organic law.

EIGHTH: If other than the date of filing, the delayed effective date of the merger, which cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State:

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.

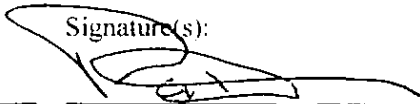
NINTH: Signature(s) for Each Party:

Name of Entity/Organization:

Ocean Bio-Chem, Inc.

OBCMS, Inc.

Signature(s):



Typed or Printed
Name of Individual:

Peter G. Dornau

Jack P. Ezzell

Corporations:

Chairman, Vice Chairman, President or Officer

(If no directors selected, signature of incorporator.)

General partnerships:

Signature of a general partner or authorized person

Florida Limited Partnerships:

Signatures of all general partners

Non-Florida Limited Partnerships:

Signature of a general partner

Limited Liability Companies:

Signature of an authorized person

EIGHTH: If other than the date of filing, the delayed effective date of the merger, which cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State:

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.

NINTH: Signature(s) for Each Party:

Name of Entity/Organization:

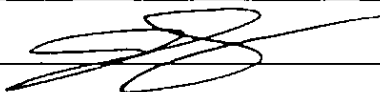
Signature(s):

Typed or Printed
Name of Individual:

Ocean Bio-Chem, Inc.

Peter G. Dornau

OBCMS, Inc.



Jack P. Ezzell

Corporations:

Chairman, Vice Chairman, President or Officer
(If no directors selected, signature of incorporator.)

General partnerships:

Signature of a general partner or authorized person

Florida Limited Partnerships:

Signatures of all general partners

Non-Florida Limited Partnerships:

Signature of a general partner

Limited Liability Companies:

Signature of an authorized person

RESTATED ARTICLES OF INCORPORATION

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

ARTICLE I NAME

The name of the corporation is: Ocean Bio-Chem, Inc.

ARTICLE II RESTATEDARTICLES

The Articles of Incorporation of Ocean Bio-Chem, Inc.
The text of the Restated Articles is as follows:

are hereby amended and restated in their entirety to read as follows:

Article 1 Name: The name of the corporation shall be Ocean Bio-Chem, Inc.

Article II Principal Office: The principal street and mailing address of the corporation is
4041 SW 47 Avenue, Fort Lauderdale, Florida 33326.

Article III Shares: The number of shares the corporation is authorized to issue is 100.

Article IV Registered Agent: The name of the registered agent is
Capitol Corporate Services, Inc. and its Florida street address is
515 E. Park Avenue, 2nd Floor, Tallahassee, FL 32301.

ARTICLE III OFFICERS AND/OR DIRECTORS (optional)

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:

X Change PT John Doe

X Remove V Mike Jones

X Add SV Sally Smith

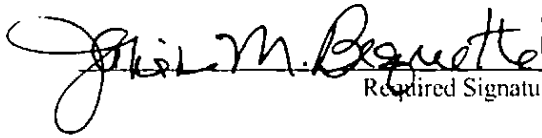
<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <u> </u> Change	<u>PD</u>	<u>Philip Austin Singleton, Jr.</u>	<u>6275 Lanier Island Parkway</u>
<u>X</u> <u> </u> Add			<u>Buford, GA 30518</u>
<u> </u> Remove			
2) <u> </u> Change	<u>TS</u>	<u>Jack Ezzell</u>	<u>6275 Lanier Island Parkway</u>
<u>X</u> <u> </u> Add			<u>Buford, GA 30518</u>
<u> </u> Remove			
3) <u> </u> Change	<u>CFO</u>	<u>Jeffrey Barocas</u>	<u>4041 SW 47th Avenue</u>
<u> </u> Add			<u>Ft. Lauderdale, FL 33314</u>
<u>X</u> <u> </u> Remove			
4) <u> </u> Change	<u>PCD</u>	<u>Peter Dornau</u>	<u>4041 SW 47th Avenue</u>
<u> </u> Add			<u>Ft. Lauderdale, FL 33314</u>
<u>X</u> <u> </u> Remove			
5) <u> </u> Change	<u>VP</u>	<u>Gregor M. Dornau</u>	<u>4041 SW 47th Avenue</u>
<u> </u> Add			<u>Ft. Lauderdale, FL 33314</u>
<u>X</u> <u> </u> Remove			
6) <u> </u> Change	<u>VPO</u>	<u>William Dudman</u>	<u>4041 SW 47th Avenue</u>
<u> </u> Add			<u>Ft. Lauderdale, FL 33314</u>
<u>X</u> <u> </u> Remove			

ARTICLE IV AMENDED REGISTERED AGENT (OPTIONAL)

The **name and Florida street address** (P.O. Box NOT acceptable) of the registered agent is:

Name: Capitol Corporate Services, Inc.
Address: 515 East Park Avenue, 2nd Floor
Tallahassee, FL 32301

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity



Janine M. Bequette, Assistant Secretary on
behalf of Capitol Corporate Services, Inc.

Required Signature/Registered Agent

08/04/2022

Date

ARTICLE VI ARTICLE CONSOLIDATION

These restated articles of incorporation consolidate all amendments into a single document:

ARTICLE VII REQUIRED ADOPTION INFORMATION

Check if applicable:

☐ The amendment(s) is/are being filed pursuant to s. 607.0120(11) F.S.

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

Adoption of Amendment(s) (CHECK ONE)

☐ The amendment(s) was/were adopted by the incorporators, or board of director without shareholder action and shareholder action was not required.

☒ The amendment(s) was/were adopted by the shareholders. Then number of votes cast for the amendment(s) by the shareholder was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting group. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s).*

"The number of votes cast for the amendment was/were sufficient for approval by

(voting group)

ARTICLE VIII EFFECTIVE DATE:

Effective date, if other than the date of filing: _____. (OPTIONAL)

(If an effective date is listed, the date must be specific and cannot be more than 90 days after the filing.)

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.

I submit this document and affirm that the facts stated herein are true. I am aware that the false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

Dated: 08-09-2022

Signature: _____

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

Jack Ezzell

(Typed or printed name of person signing)

Secretary and Treasurer

(Title of person signing)