

12/7/2020

# S1302S

Division of Corporations  
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## COR AMND/RESTATE/CORRECT OR O/D RESIGN DATAPRO, INC.

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JAN 27 2021



January 26, 2021

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

DATAPRO, INC.  
770 PONCE DE LEON BLVD  
2ND FLOOR  
CORAL GABLES, FL 33134US

SUBJECT: DATAPRO, INC.  
REF: 513025

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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

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Yasemin Y Sulker  
Regulatory Specialist III

FAX Aud. #: E20000418139  
Letter Number: 521A00001764



December 17, 2020

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

DATA PRO, INC.  
770 PONCE DE LEON BLVD  
2ND FLOOR  
CORAL GABLES, FL 33134US

SUBJECT: DATA PRO, INC.  
REF: 513025

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

An entity may not add or remove Incorporators from the original Articles. Please review and revise.

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.

Terri J Schroeder  
Regulatory Specialist III

FAX Aud. #: H20000418139  
Letter Number: 720A00025593

**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION OF  
DATAPRO, INC.**

The undersigned being all of the Directors of Datapro, Inc. and having obtained the consent of all shareholders of Datapro, Inc. hereby execute these Amended and Restated Articles of Incorporation in accordance with the laws of the State of Florida. The original Articles of Incorporation, filed on August 18, 1976 have previously been amended on February 6, 2006 and April 26, 2012.

Article III of the Amended and Restated Articles of Incorporation is deleted and replaced with the following:

**ARTICLE III**

**Capital Stock**

(a) The aggregate number of shares of capital stock authorized to be issued by this Corporation shall be 1000 shares of common stock with a par value of \$1.00 per share. Each share of said stock shall entitle the holder thereof to one vote at every annual or special meeting of the stockholders of this Corporation. The consideration for the issuance of said shares of capital stock may be paid, in whole or in part, in cash, in other property (tangible or intangible) or in labor or services actually performed for this Corporation, at a fair valuation to be fixed by the Board of Directors. When issued, all shares of stock shall be fully paid and nonassessable.

(b) In the election of directors of this Corporation, there shall be no cumulative voting of the stock entitled to vote at such election.

Article VI of the Amended and Restated Articles of Incorporation is deleted and replaced with the following:

**ARTICLE VI**

**Registered Office and Registered Agent**

The initial registered office of this Corporation shall be located at, 770 Ponce de Leon Blvd., 2<sup>nd</sup> Floor, Coral Gables, Florida 33134 and the initial registered agent of this Corporation at such office shall be Yamile Montero. This Corporation shall have the right to change such registered office and such registered agent from time to time, as provided by law.

Article VII of the Amended and Restated Articles of Incorporation is deleted and replaced with the following:

**ARTICLE VII**

**Board of Directors**

The Board of Directors of this corporation shall consist of Four (4) Directors. The business and affairs of this Corporation shall be managed by the Board of Directors, which may exercise all such powers of this corporation and do all such lawful acts and things as are not by law directed or required to be exercised or done only by the stockholders. A quorum for the transaction of business at meetings of the directors shall be a majority of the number of directors determined from time to time to comprise the Board of Directors, and the act of a majority of the directors present at a meeting at which a quorum is present shall be the act of the directors. Directors need not be stockholders. The stockholders of this Corporation may remove any director from office at any time with or without cause.

Article VIII of the Amended and Restated Articles of Incorporation is deleted and replaced with the following:

**ARTICLE VIII**

**Current Board of Directors and Officers**

The current Board of Directors consists of Four (4) members, such members to hold office until his or her successor has been duly elected and qualifies. The name and street address of the initial directors are:

**Name**

**Address**

Ricardo R. Montero

770 Ponce De Leon Blvd.  
2<sup>nd</sup> Floor  
Coral Gables, Florida 33134

Ricardo J. Montero

770 Ponce De Leon Blvd.  
2<sup>nd</sup> Floor  
Coral Gables, Florida 33134

Yamile Montero

770 Ponce De Leon Blvd.  
2<sup>nd</sup> Floor  
Coral Gables, Florida 33134

Francisco Gonzalez

770 Ponce De Leon Blvd.  
2<sup>nd</sup> Floor  
Coral Gables, Florida 33134

The current officers of the Corporation are:

Ricardo R. Montero – President  
Ricardo J. Montero – Secretary  
Yamile Montero -Treasurer  
Francisco Gonzalez – Vice President

Said officers are to hold office until his or her successor has been duly elected and qualifies.

Article XII of the Amended and Restated Articles of Incorporation is hereby added:

ARTICLE XII  
Status of Original Incorporator

It is hereby stated that William Montiel, an original incorporator, no longer serves in any capacity with Datapro, Inc.

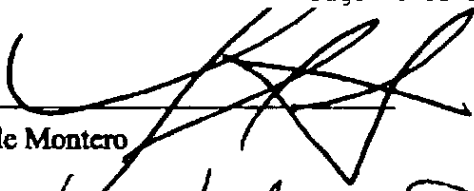
The date of the Amendment Adoption is Dec. 1<sup>st</sup> 2020 and the Effective Date is Dec 1<sup>st</sup> 2020

The Amendment was adopted by the Board of Directors without shareholder action and shareholder action was not required.

Dated this 1 day of December, 2020.

  
\_\_\_\_\_  
Ricardo R. Montero

  
\_\_\_\_\_  
Ricardo J. Montero

  
Yamile Montero

  
Francisco Gonzalez

STATE OF FLORIDA                     )  
  ) SS:  
COUNTY OF MIAMI-DADE    )

The foregoing instrument was acknowledged before me this 7 day of December, 2020, by Ricardo R. Montero. Said Ricardo R. Montero, is personally known to me and/or has produced \_\_\_\_\_ as identification.

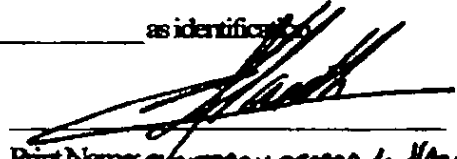
  
Print Name: CHRISTIAAN GERARD de HASETH  
Notary Public State of Florida at Large

My Commission Expires:

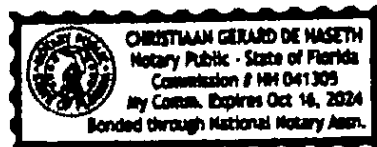


STATE OF FLORIDA                     )  
  ) SS:  
COUNTY OF MIAMI-DADE    )

The foregoing instrument was acknowledged before me this \_\_\_\_ day of December, 2020, by Ricardo J. Montero. Said Ricardo J. Montero, is personally known to me and/or has produced \_\_\_\_\_ as identification.

  
Print Name: CHRISTIAAN GERARD de HASETH  
Notary Public State of Florida at Large

My Commission Expires:



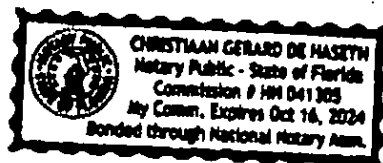
STATE OF FLORIDA                     )  
   ) SS:  
 COUNTY OF MIAMI-DADE            )

The foregoing instrument was acknowledged before me this 7 day of December, 2020, by Yamile.

Montero. Said Yamile Montero, is personally known to me and/or has  
 produced \_\_\_\_\_ as identification \_\_\_\_\_

\_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_  
 Print Name: CHRISTIAAN GERARD DE HASETH  
 Notary Public State of Florida at Large

My Commission Expires:



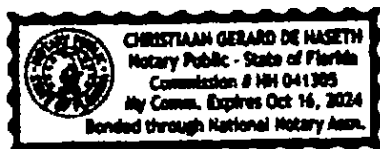
STATE OF FLORIDA                     )  
   ) SS:  
 COUNTY OF MIAMI-DADE            )

The foregoing instrument was acknowledged before me this 7 day of December, 2020, by Francisco

Gonzalez. Said Francisco Gonzalez, is personally known to me and/or has  
 produced \_\_\_\_\_ as identification \_\_\_\_\_

\_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_  
 Print Name: CHRISTIAAN GERARD DE HASETH  
 Notary Public State of Florida at Large

My Commission Expires:

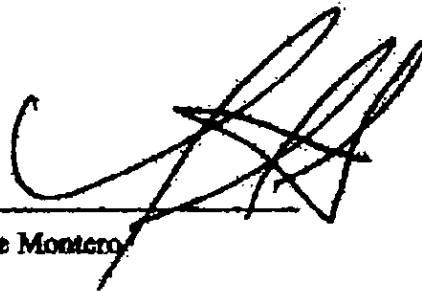




**ACCEPTANCE OF SERVICE AS REGISTERED AGENT**

The undersigned, Yamile Montero, having been named as registered agent to accept service of process for the above-named corporation, at the registered office designated in the Articles of Incorporation, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of Section 607.0505, Florida Statutes.

DATED this 7 day of December, 2020.

  
\_\_\_\_\_  
Yamile Montero