

2016-03-14 16:59

1

1 >>

850-617-6381

P 1/6

Page 1 of 1

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.

((H16000032305 3)))



H160000323053ABCU

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 : SALOMON B. ESQUENAZI, P.A.
Account Number : I20130000020
Phone : (954) 989-4995
Fax Number : (954) 989-4991

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

Email Address: corporate@esquenazi-law.com

**COR AMND/RESTATE/CORRECT OR O/D RESIGN
RABINOVICI & ASSOCIATES, INC.**

Certificate of Status	1
Certified Copy	1
Page Count	05
Estimated Charge	\$52.50

RECEIVED

16 MAR 14 AM 7:48

STATE OF FLORIDA
DIVISION OF CORPORATIONS

STATE OF FLORIDA
DIVISION OF CORPORATIONS

2016 MAR 14 A 10:28

FILED

Electronic Filing Menu

Corporate Filing Menu

Help

Am Restated
MAR 15 2016
T. LEMIEUX

Audit No.: H160000323053

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
RABINOVICI & ASSOCIATES, INC.**

The undersigned hereby amends and restates its Articles of Incorporation, under the provisions of Section 607.1006, Florida Statutes, originally filed on September 7, 2000, as amended.

ARTICLE I. NAME

The name of the Corporation is:

RABINOVICI & ASSOCIATES, INC.

and the principal place of business is:

800 Silks Run
Unit 2320
Hallandale Beach, FL 33009

ARTICLE II. COMMENCEMENT OF EXISTENCE

The existence of the Corporation commenced on the date of filing of the original Articles of Incorporation.

ARTICLE III. PURPOSE

This Corporation is formed for the purpose of engaging in any activity or business permitted under the laws of the United States and the State of Florida.

Audit No.: H160000323053
This instrument prepared by:
Salomon B. Esquenazi, P.A.
4651 Sheridan Street, Suite 355
Hollywood, Florida 33021
Telephone (954) 989-4995

FILED
2016 MAR 14 A 10:28
SECRETARY OF
STATE
TALLAHASSEE, FLORIDA

Audit No.: H16000032305 3

ARTICLE IV. AUTHORIZED SHARES

The maximum number of shares that the corporation is authorized to have outstanding at any time is 1,000,000 shares of common stock having a par value of \$1.00 per share. The consideration to be paid for each share shall be fixed by the board of directors and may be paid in whole or in part in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation, with a value, in the judgment of the directors, equivalent to or greater than the full par value of the shares.

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The street address of the registered office of the Corporation is 4651 Sheridan Street, Suite 355, Hollywood, FL 33021, and the name of the Corporation's registered agent at that address is Corporate Solutions of South Florida, Inc.

ARTICLE VI. BOARD OF DIRECTORS

The number of directors may be increased from time to time, as provided in the bylaws, but shall never be less than two. The name and street address of the present directors are:

Esther Rabinovici
20225 W. Oak Haven Circle
North Miami Beach, FL 33179

Samuel Rabinovici
20225 W. Oak Haven Circle
North Miami Beach, FL 33179

Boris Rabinovici
846 Spinnaker Drive East
Hollywood, FL 33019

Audit No.: H16000032305 3
This instrument prepared by:
Salomon B. Esquenazi, P.A.
4651 Sheridan Street, Suite 355
Hollywood, Florida 33021
Telephone (954) 989-4995

Audit No.: H16000032305 3

ARTICLE VII. INCORPORATOR

The name and street address of the original incorporator was:

David J. Hart
100 N. Biscayne Blvd., Suite 2600
Miami, FL 33132

ARTICLE VIII. BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the stockholders of Common Stock, except that the board of directors may not amend or repeal any bylaw adopted by the stockholders of Common Stock if the stockholders of Common Stock specifically provide that the bylaw is not subject to amendment or repeal by the directors.

ARTICLE IX. AMENDMENTS

The Corporation reserves the right to amend, alter, change, or repeal any provision in these Amended and Restated Articles of Incorporation in the manner prescribed by law, and all rights conferred on stockholders of Common Stock are subject to this reservation. Every amendment shall be approved by the board of directors, proposed by them to the stockholders of Common Stock, and approved at a stockholders' meeting by the holders of a majority of the shares of Common Stock entitled to vote on the matter or in such other manner as may be provided by law; provided however, that the Amended and Restated Articles of Incorporation of the Corporation shall not be amended in any manner which would materially alter or change the power, preferences or special rights of the Preferred Stock so as to affect them adversely without the affirmative vote of the

Audit No.: H16000032305 3
This instrument prepared by:
Salomon B. Esquenazi, P.A.
4651 Sheridan Street, Suite 355
Hollywood, Florida 33021
Telephone (954) 989-4995

Audit No.: H16000032305 3

holders of at least a majority of the outstanding shares of Preferred Stock, voting together as a single class.

ARTICLE X. APPROVAL

The within Amended and Restated Articles of Incorporation contains amendments which require Board of Director and Stockholder approval. The number of votes cast for this Amended and Restated Articles of Incorporation by the Board of Directors and the Stockholders was sufficient for approval.

The within Amended and Restated Articles of Incorporation of the Corporation was approved and adopted by means of a written consent of the Stockholders and the Board of Directors of the Corporation, dated effective as of March 11, 2016.

IN WITNESS WHEREOF, the undersigned Director has executed these Amended and Restated Articles of Incorporation this 11th day of March, 2016.

A handwritten signature in black ink, appearing to read 'Esther Rabinovici', is written over a horizontal line.

Esther Rabinovici, Director

Audit No.: H16000032305 3
This instrument prepared by:
Salomon B. Esquenazi, P.A.
4651 Sheridan Street, Suite 355
Hollywood, Florida 33021
Telephone (954) 989-4995

Audit No.: H16000032305 3

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent of **RABINOVICI & ASSOCIATES, INC.** in the foregoing Articles of Incorporation, Corporate Solutions of South Florida, Inc. hereby agrees to accept service of process for said corporation and to comply with any and all statutes relative to the complete and proper performance of the duties of registered agent.

Corporate Solutions of South Florida, Inc.

By:


Salomon B. Esquenazi, President

4817-6940-6764, v. 1

Audit No.: H16000032305 3
This instrument prepared by:
Salomon B. Esquenazi, P.A.
4651 Sheridan Street, Suite 355
Hollywood, Florida 33021
Telephone (954) 989-4995