

10/17/2019

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**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
EST FINANCIAL RESOURCES, INC.**

1. The name of the Corporation is **EST FINANCIAL RESOURCES, INC.** (the "**Corporation**").

2. The initial Articles of Incorporation (the "**Articles**") of the Corporation were filed with the Florida Department of State on December 26, 2001 under Document Number P01000121531.

3. These Amended and Restated Articles of Incorporation have been duly adopted and approved by all of the shareholders and all of the directors of the Corporation by Joint Written Consent dated October 16, 2019, in accordance with the applicable provisions of the Florida Business Corporation Act. The number of votes cast for the amendment by all of the shareholders was sufficient for approval.

4. The Corporation's Articles are hereby amended and restated in their entirety as follows:

ARTICLE I

The name of this corporation is **EST FINANCIAL RESOURCES, INC.** (the "**Corporation**").

ARTICLE II

The purpose for which the Corporation is formed is to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act (the "**Act**").

ARTICLE III

The address of the principal address and mailing address of the office of the Corporation is 2875 NE 191 ST, PH 1, Aventura, FL 33180.

ARTICLE IV

The Corporation shall have authority to issue One Thousand (1,000) shares of Common Stock having a par value of \$0.01 per share.

ARTICLE V

The street address of the Corporation's registered office is 8030 Peters Road, Bldg D STE 104, Plantation, FL 33324 and the name of its registered agent at such office is Theodore Klein.

ARTICLE VI

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws, who will serve as the Corporation's director until a successor has been duly elected and qualified. The names of the directors and officers are as follows. Each officer will serve as an officer until his or her successor is duly elected and qualified.

Director, President, and Secretary:	Erwin Sredni 2875 NE 191 ST PH-1 Aventura, FL 33180
Director and Vice-President:	Caren Sredni 2875 NE 191 ST PH-1 Aventura, FL 33180
Director and Vice-President:	Mark Tabacinic 2525 Davie Road, Suite 330 Davie, FL 33317

ARTICLE VII

A director or officer of the Corporation shall not be personally liable to the Corporation or its shareholders for monetary damages for breach of fiduciary duty as a director or officer, except for liability (i) for any breach of the director's or officer's duty of loyalty to the Corporation or its shareholders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) under Section 607.0834 of the Act as the same exists or hereafter may be amended, (iv) for violation of a criminal law, unless the director or officer had reasonable cause to believe his or her conduct was lawful or had no reasonable cause to believe his or her conduct was unlawful or (v) for any transaction from which the director or officer derived an improper personal benefit.

The Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

IN WITNESS WHEREOF, the undersigned has signed these Amended and Restated
Articles of Incorporation this 16th day of October, 2019.

EST FINANCIAL RESOURCES, INC., a Florida
Corporation

By: 

Name: Erwin Sredni

Title: Director/President