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*Amended And  
Restated Art*

FILED  
10 JAN 25 AM 8:56  
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TALLAHASSEE, FLORIDA

Roberts

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** Data Solutions of America, Inc.

**DOCUMENT NUMBER:** P03000098330

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Charles C. Jones, II, Esquire

Name of Contact Person

Warchol, Merchant & Rollings, LLP

Firm/ Company

1633 SE 47th Terrace

Address

Cape Coral, FL 33904

City/ State and Zip Code

jones@wmrlawoffice.com

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

For further information concerning this matter, please call:

Charles C. Jones, II, Esquire

Name of Contact Person

at ( 239 ) 542-0700

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount made payable to the Florida Department of State:

☒ \$35 Filing Fee

☐ \$43.75 Filing Fee &  
Certificate of Status

☐ \$43.75 Filing Fee &  
Certified Copy  
(Additional copy is enclosed)

☐ \$52.50 Filing Fee  
Certificate of Status  
Certified Copy  
(Additional Copy is enclosed)

**Mailing Address**

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

**Street Address**

Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

LAW OFFICES  
**WARCHOL, MERCHANT & ROLLINGS, LLP**

A FLORIDA LIMITED LIABILITY PARTNERSHIP  
FEIN 59-2851736

MARTHA S. WARCHOL  
WILLIAM C. MERCHANT  
Certified Circuit Court Mediator  
Court Appointed Arbitrator  
HARVEY ROLLINGS  
Certified Circuit Court Mediator  
MARK A. HOROWITZ, PA  
CHARLES C. JONES, II, PA  
ANNETTE GIARDINA HABER  
J. DERRICK MAGINNESS

1633 SOUTHEAST 47TH TERRACE  
CAPE CORAL, FLORIDA 33904  
OR  
POST OFFICE BOX 100767  
CAPE CORAL, FLORIDA 33910

(239) 542-0700  
FAX (239) 542-5689  
Firm email: [www.WMRLawoffice.com](http://www.WMRLawoffice.com)  
JONES@WMRLAWOFFICE.COM

January 21, 2010

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

Re: **Data Solutions of American, Inc. – Amended and Restated Articles of  
Incorporation of Data Solutions of America, Inc.**

Dear Representative:

Enclosed are the original Amended and Restated Articles of Organization of Data Solutions of America, Inc. together with a check in the amount of \$35.00 representing your fee for such. Upon receipt, please file the attached documents accordingly.

If you have any questions regarding the foregoing, please do not hesitate to contact me.

Very Truly Yours,



Charles C. Jones, II, Esquire

CCJ.dl

**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
DATA SOLUTIONS OF AMERICA, INC.**

**FILED**  
**10 JAN 25 AM 8:56**  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

DATA SOLUTIONS OF AMERICA, INC., ("Corporation"), a Corporation duly organized and existing under the Laws of the State of Florida, in order to amend its Articles of Incorporation, in accordance with the requirements of Chapter 607, Florida Statutes, does hereby, by and through the undersigned, its President and Secretary, submit these Articles and in connection therewith states as follows:

1. The name of the Corporation is: DATA SOLUTIONS OF AMERICA, INC.
2. These Articles have been adopted and approved in connection with an Amendment by the Board of Directors pursuant to Section 607.1002, Florida Statutes. The Resolution approving the Amendment was adopted and approved by the Board of Directors of the Corporation on January 15, 2010, without Shareholder action. Shareholder action was not required on the authority of and pursuant to Section 607.1002 Florida Statutes.
3. This Amendment to the Articles of Incorporation amending and restating the same, being effectuated hereby does not adversely affect the rights or preferences of the holders of outstanding shares of any class or series of stock.
4. Amendment Adopted.  
Article IV- Capital Stock is hereby amended  
Changing the Corporations authority to issue shares of common capital stock from the Corporation shall have the authority to issue 100 par value shares of common capital stock  
To the Corporation shall have the authority to issue 1,000 shares of capital stock with \$1.00 par value.
5. Article III is hereby amended changing the purpose for which it exists.

FROM: MAILING LIST BROKER.

TO: This Corporation is being organized for the purpose of sales and engaging in the transaction of any and all lawful business activities permitted under the Laws of the State of Florida in the United States of America.

#### **ARTICLE I. NAME**

The name of the Corporation shall be: DATA SOLUTIONS OF AMERICA, INC.

#### **ARTICLE II. PRINCIPAL PLACE OF BUSINESS & MAILING ADDRESS**

The principal place of business address:

1406 SE 46<sup>th</sup> Lane, Suite #5  
Cape Coral, Florida 33904

The mailing address of the corporation:

1616-102 Cape Coral Parkway West  
PMB 135  
Cape Coral, Florida 33914

#### **ARTICLE III. PURPOSE**

This Corporation is being organized for the purpose of sales and engaging in the transaction of any and all lawful business activities permitted under the Laws of the State of Florida in the United States of America.

#### **ARTICLE IV. CAPITAL STOCK**

This Corporation shall have the authority to issue ONE THOUSAND (100) shares of capital stock with \$1.00 par value.

**ARTICLE V. PRINCIPAL OFFICE & REGISTERED AGENT**

The Address of this Corporation's principal office and the address of this Corporation's initial registered office shall be:

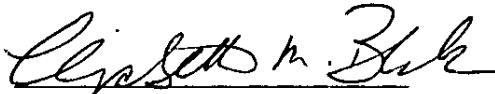
913 SW 52<sup>nd</sup> Street, Cape Coral, Florida 33914

The name of the individual who shall serve as this Corporation's initial Registered Agent at that address shall be:

Elizabeth Blank

In accordance with Florida Statute Section 608.408(3), the execution of this document constitutes affirmation under the penalties of perjury that the facts herein are true.

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.

  
Elizabeth Blank

**ARTICLE VI. INCORPORATOR**

The name and address of the incorporator is:

Elizabeth Blank  
1406 SE 46<sup>th</sup> Lane, Suite #5  
Cape Coral, Florida 33904

## **ARTICLE VII. OFFICER/ DIRECTOR**

The initial officers and or directors of the corporation are:

Elizabeth Blank, President  
1406 SE 46<sup>th</sup> Lane, Suite #5  
Cape Coral, Florida 33904

Lara Gold, Vice President  
1465 Braman Avenue  
Fort Myers, Florida 33901

TALLAHASSEE, FLORIDA

## **ARTICLE VIII**

The initial Bylaws of this corporation shall be adopted by the Board of Directors. The Bylaws may be amended from time to time by either the shareholders or the directors. The shareholders may amend, alter, or repeal any Bylaw adopted by the directors. The directors may not alter, amend or repeal any Bylaw adopted by the shareholders, nor may the directors adopt Bylaws which would be in conflict with the Bylaws adopted by the shareholders.

## **ARTICLE IX**

Any subscriber or shareholder present at any meeting, either in person, or by proxy, and any directors present in person at any meeting of the Board of Directors shall conclusively be deemed to have received proper notice of such meeting unless he shall make objection at such meeting to any defect or insufficiency of notice.

## **ARTICLE X**

Each director and officer of the corporation, whether or not then in office, shall be indemnified by the corporation against all cost and expense reasonably incurred or imposed upon him or her in connection with or arising out of any claim, demand, action, suit or proceeding in which he or she may be involved or to which he or she may be made a party by reason of his or her being or having been a director or officer of the corporation, said expense to include attorney's fees and the cost of reasonable settlement made with a view to curtailment of cost of

litigation, except in relation to matters as to which he or she finally shall be adjudged in any such action, suit, or proceeding to have been derelict in the performance of his or her duty as such officer or director. Such right of indemnification shall not be exclusive of any other rights to which he or she may be entitled as a matter of law; and the foregoing right of indemnification shall inure to the benefit of the heirs, executors and administrators of any such director or officer.

#### **ARTICLE XI**

The shareholders of this corporation desire to elect sub "S" treatment by the Internal Revenue Service and any shareholder agrees to such election.

#### **ARTICLE XII**

A director or officer of the corporation shall not be disqualified by his or her office from dealing or contracting with the corporation either as a vendor, purchaser, or otherwise, nor shall any transaction or contract of the corporation be void or voidable by reason of the fact that any director or officer or any firm of which any director or officer is a member or any corporation of which any director or officer is a shareholder, officer, or director, is in any way interested in such transaction or contract, provided that such transaction or contract is or shall be authorized, ratified, or approved either (a) by a vote of a majority of a quorum of the Board of Directors, without counting in such majority or quorum any director so interested or member of a firm so interested, or a shareholder, officer, or director of a corporation so interested, or (b) by the written consent, or by the vote of any shareholders meeting of the holders of record, of a majority of all the outstanding shares of stock in the corporation entitled to vote, nor shall any director or officer be liable to account to the corporation for any profits realized by or from or through any such transaction or contract authorized, ratified, or approved as herein provided by reason of the fact that he or she, or any firm of which he or she is a member or any corporation



of which he or she is a shareholder, officer, or director, was interested in such transaction or contract. Nothing herein contained shall create liability in the events above described or prevent the authorized approval of such contracts in any other manner permitted by law.

IN WITNESS WHEREOF, we the undersigned being each and all of the original subscribers to the capital stock hereinbefore mentioned for the purpose of forming a corporation under the laws of the State of Florida do make, subscribe, acknowledge and file the foregoing Articles of Incorporation, hereby jointly and severally certifying that the facts therein stated are true, and hereby, respectively, agree to take the number of shares of stock hereinbefore set forth at the consideration stated, and accordingly set our hands and seals at 3PM, this \_\_\_\_ day of January, 2010.

  
Elizabeth Blank, Incorporator