

PO4 000085661

(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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PICK-UP

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MAIL

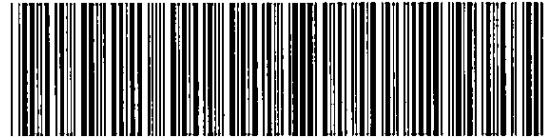
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

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08/01/20 101030 008 *\$35.00

2020 OCT 1 PM 4:22

Amended
Restarted

OCT 05 2020

I ALBRITTON

COVER LETTER

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

SUBJECT: P. D. K., INC.
CORPORATE NAME

Enclosed are an original and one (1) copy of the restated articles of incorporation and a check for:

☒ \$35.00
Filing Fee

☐ \$43.75
Filing Fee
& Certificate of Status

☐ \$43.75
Filing Fee
& Certified Copy

☐ \$52.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: EDWARD F. HOLODAK
Name (Printed or typed)

7951 SW 6 ST. SUITE 210
Address

PLANTATION, FL 33324
City, State & Zip

954-927-3436
Daytime Telephone number

EDWARD@HOLODAKPA.COM
E-mail address: (to be used for future annual report notification)

NOTE: Please provide the original and one copy of the document.



FLORIDA DEPARTMENT OF STATE
Division of Corporations

20200923 PM 1:59

September 23, 2020

EDWARD F. HOLODAK
7951 SW 6 ST.
STE. 210
PLANTATION, FL 33324

SUBJECT: P.D.K. INC.
Ref. Number: P04000085661

We have received your document for P.D.K. INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Amended and Restated articles are filed pursuant to 607.1007, Florida Statutes.

You have referred to the amended and restated articles as by-laws in Article 1, we do not file by-laws in this office.

Please remove any reference to by-laws.

Please correct your document to reflect that it is filed pursuant to the correct statute number.

The date of adoption of each amendment must be included in the document.

A certificate must accompany the Restated Articles of Incorporation setting forth either of the following statements: (1) The restatement was adopted by the board of directors and does not contain any amendment requiring shareholder approval. OR (2) If the restatement contains an amendment requiring shareholder approval, the date of adoption of the amendment and a statement setting forth the following: (a) the number of votes cast for the amendment by the shareholders was sufficient for approval (b) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

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.

Irene Albritton
Regulatory Specialist II

Letter Number: 620A00018224

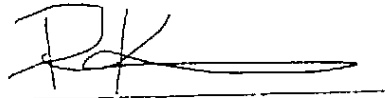
CERTIFICATE OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF P.D.K., INC.

2020-09-11 PM 4:22

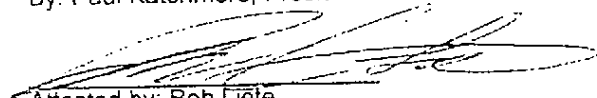
The undersigned, being the President of P.D.K., INC., ("PDK"), a Florida corporation, hereby certifies that the Board of Directors, at a duly noticed meeting held on July 20, 2020, adopted the Amended and Restated Articles of Incorporation of P.D.K., INC., in their entirety as attached hereto and that the required number of shareholders voted to approve same.

See Attached Exhibit A

IN WITNESS WHEREOF, P.D.K., INC., a Florida corporation, Has caused these presents to be executed in its name by its President and its corporate seal affixed by its Secretary, this 28th day July 2020.


P.D.K., INC.,

By: Paul Katchmere, President


Attested by: Bob Liéte
Secretary

SUBSCRIBED AND SWORN to before me, this 28th day of September 2020.

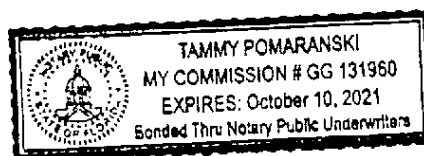
STATE OF FLORIDA

COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 28th day of September 2020, by Paul Katchmere, president of P.D.K., Inc. [☒] In person or [☐] Remotely, who is personally known to me or produced FL Drivers License as identification.

My commission expires:


NOTARY PUBLIC
My Commission Expires:



AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
P.D.K., INC.

ARTICLE I

Pursuant to the provisions of section 607.1007, Florida Statutes, this Florida Profit Corporation adopts the following as the company's amended and restated Articles in their entirety.

ARTICLE II

A. Nature of Business

The nature of the business and of the purposes to be conducted and promoted by the corporation, is to engage solely in the following activities:

Own, mortgage, sell, lease, transfer, assign, and to manage and hold the Property as a residential income asset until the Board of Directors request a change by a majority vote of the stockholders.

B. Certain Prohibited Activities

The Corporation shall exercise all powers enumerated in the corporate statutes of Florida necessary or convenient to conduct its business as outlined herein with the following exceptions:

The sale of the Property or the conversion of the Property to a condominium form of ownership.

C. Indemnification

Any indemnification of the corporation's directors and officers shall be fully subordinated to any obligations respecting the Property (including, without limitation, the First Mortgage) and such indemnification shall not constitute a claim against the corporation in the event that cash flow in excess of amounts necessary to pay holders of such obligations is insufficient to pay such obligations.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock without nominal or par value. The consideration to be paid for each share shall be fixed by the Board of Directors. The stock so issued shall be fully paid and non-assessable.

ARTICLE IV - INITIAL CAPITAL

The amount of capital with which this corporation will begin business is ONE HUNDRED (\$100.00) DOLLARS.

ARTICLE V - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI – PRINCIPAL OFFICE

The initial mailing address of the principal office of this corporation in the State of Florida is 2123 N 14th TR Hollywood, FL 33020. The Board of Directors may, from time to time, move the principal office to another location in the State of Florida.

ARTICLE VII – DIRECTORS

All corporate powers, business, and affairs will be exercised, managed and directed under the authority of the Board of Directors. The Board of Directors will have authority to fix the compensation for directors of PDK. The Corporation shall have no more than three (3) and no less than one (1) director at all times.

The names, titles, and addresses of the current Board of Directors are:

NAME	TITLE	ADDRESS
Paul Katchmere	President	2123 N. 14 th TR Hollywood, FL 33020
Donald Katchmere	Vice President	323 Rt. 390 Cresco, Pa 18326
Robert Leite	Treasurer	142 Turnpike Street S Easton, Ma 02375

These officers shall hold office for the first year of existence of this corporation or until their successors are elected or appointed and have qualified.

ARTICLE VIII – SUBSCRIBERS

The names and addresses of each subscriber to these Articles of Incorporation are:

NAME	ADDRESS
Paul Schlichte, Esq.	2134 Hollywood Blvd. Hollywood, Fl. 33020

ARTICLE IX - REGISTERED AGENT AND REGISTERED OFFICE

The name of the Registered Agent is: PAUL KATCHMERE

The address of the Registered Agent is: 2123 n 14TH TR Hollywood, FL 33020

ARTICLE X – AMENDMENT

These Articles may be amended by a majority vote of the Board of Directors at a duly called meeting of the Board.

ARTICLE XI – RECORD INSPECTION

The Board of Directors, from time to time, shall determine whether and to what extent and what time and place, and under what conditions and regulations, the accounts and books of the corporation, or any of them, shall be open to inspection by the stockholders and no stockholder shall have the right to inspect any account or document of the Corporation more than one (1) time per year.

ARTICLE XII - AFFECTS OF CASH CALLS

A. If the Board of Directors determines that a cash call is necessary, all stockholders shall have ten (10) days after the Board announces the cash call to make payment to the Corporation. If any shareholder fails to pay the amounts required by the Board approved cash call, that Stockholder's interest in the Company shall be reduced by a pro-rata amount.

ARTICLE XIII - TRANSFERRABILITY OF STOCKHOLDERS'S INTEREST

A. If any stockholder wishes to transfer all or any portion of the stockholder's interest in the Corporation, the stockholder shall first give notice to all other stockholders of the proposed transfer and the terms thereof. The remaining stockholders shall have a right of first refusal in an option to purchase, according to the same terms and condition as the proposed transfer, the proposed stockholders transferring interest. Any stockholder wishing to exercise their right of first refusal shall give notice, within ten (10) days of receipt of the initial notice, that the stockholders exercising the stockholders right of first refusal. The stockholder shall then have 20 days to pay the transferring stockholder the consideration as outlined in the proposed transfer.

If at the expiration of the above dates, no stockholder has exercised their right of first refusal or made payment to the transferring stockholder as outlined herein, the original proposed transfer shall be deemed approved and can proceed according to the terms of the original transfer.

ARTICLE XIV - VOTING REQUIREMENTS

A. Unless otherwise specifically provided for herein, the By-Laws, or a Stockholder Agreement, all votes by the Board of Directors and the Stockholders shall be by a majority of the voting interest of the Stockholders. Before any stockholder vote is taken, the Board shall notify all stockholders of their relative voting interest in the corporation. As for the Board of Directors, each member of the Board shall carry one (1) vote.

B. Voting Interest as used herein shall be the percentage of ownership a Stockholder has at the time of any vote. Such Voting Interest may vary depending on the Stockholder's compliance with any cash call issued by the Board. A Stockholder's failure to participate in a cash call shall reduce that Stockholder's Voting Interest in the Company on a pro-rata basis compared to all other Stockholders who do participate in the cash call.

ARTICLE XV – HIERARCHY OF DOCUMENTS

In case of any conflict between these Articles of Incorporation (as amended) the Corporation's By-Laws, as amended, and any shareholder agreement, these Articles shall control followed by the By-Laws and then any shareholder agreement.

The Amended and Restated Articles of Incorporation were approved by the shareholders. The number of votes cast were sufficient for approval and adoption.

Signed this 23rd day of July 2020.

A handwritten signature in black ink, appearing to be 'PK' followed by a long horizontal stroke.

Paul Katchmere, President