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Division of Corporations

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COR AMND/RESTATE/CORRECT OR O/D RESIGN  
ACF HOLDINGS OF TAMPA BAY, INC.

Certificate of Status	0
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**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
ACF HOLDINGS OF TAMPA BAY, INC.**

Pursuant to Sections 607.1006 and 607.1007 of the Florida Business Corporation Act (the "FBCA"), ACF Holdings of Tampa Bay, Inc., a Florida corporation (the "Corporation"), hereby certifies that:

**FIRST:** The Corporation is named ACF Holdings of Tampa Bay, Inc. and was originally incorporated in the State of Florida on January 1, 2008, and that these Amended and Restated Articles of Incorporation shall amend, restate and supersede in their entirety any and all prior Articles of Incorporation, as amended, including, without limitation, any Articles of Amendment or Certificates of Designation thereto, filed with the State of Florida from the date of the Corporation's original incorporation through the date hereof.

**SECOND:** These Amended and Restated Articles of Incorporation have been approved by the Board of Directors and shareholders of the Corporation in the manner and by the vote required by the FBCA. These Amended and Restated Articles of Incorporation contain amendments that require shareholder approval. The amendments were approved by the holders of capital stock of the Corporation pursuant to a unanimous written consent of the shareholders and Board of Directors of the Corporation dated August 29, 2024, and the votes cast for the amendment by the holders of each such capital stock was sufficient for approval.

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**ARTICLE I**

**Name**

The name of this corporation shall be:

ACF Holdings of Tampa Bay, Inc.

**ARTICLE II**

**Principal Office and Mailing Address**

The address of the principal office and the mailing address of this corporation shall be:

9311 Solar Drive  
Tampa, Florida 33619

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## ARTICLE III

### Business and Purposes

The general purpose for which this corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act, and any amendments thereto, and in connection therewith, this corporation shall have and may exercise any and all powers conferred from time to time by law upon corporations formed under such Act.

## ARTICLE IV

### Capital Stock

(a) The aggregate number of shares of capital stock authorized to be issued by this corporation shall be 20,000 shares of common stock with a par value of \$0.01 per share, with 10,000 of such shares designated as voting common stock (the "Voting Common Stock") and 10,000 of such shares designated as nonvoting common stock with a par value of \$0.01 per share (the "Nonvoting Common Stock"). Each share of Voting Common Stock shall entitle the holder thereof to one vote at every annual or special meeting of the shareholders of this corporation. Except as otherwise provided by applicable law, holders of the Nonvoting Common Stock shall not be entitled to any voting rights by virtue of such ownership. This distinction in voting rights shall be the sole difference between the Voting Common Stock and the Nonvoting Common Stock and except as otherwise provided herein, Nonvoting Common Stock shall in all other respects carry the same rights and privileges as Voting Common Stock (including in respect of dividends and in respect of distributions upon any dissolution, liquidation or winding up of the corporation) and be treated the same as Voting Common Stock (including in any merger, consolidation, share exchange, reclassification or other similar transaction, as described below); provided that, if the corporation shall in any manner split, subdivide or combine (including by way of a dividend payable in shares of Voting Common Stock or Nonvoting Common Stock) the outstanding shares of Voting Common Stock or Nonvoting Common Stock, the outstanding shares of the other such class of stock shall likewise be split, subdivided or combined in the same manner proportionately and on the same basis per share, and provided further, no dividend payable in Voting Common Stock shall be declared on the Nonvoting Common Stock and no dividend payable in Nonvoting Common Stock shall be declared on the Voting Common Stock, but instead, in the case of a stock dividend, each class of Common Stock shall receive such dividend in like stock. The consideration for the issuance of capital stock of this corporation may be paid, in whole or in part, in cash, in promissory notes, in other property (tangible or intangible), in labor or services actually performed for this corporation, in promises to perform services in the future evidenced by a written contract, or in other benefits to 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.

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(c) In the event of the liquidation, dissolution, or winding up, whether voluntary or involuntary, of this corporation, the assets and funds of this corporation available for distribution to shareholders, including holders of Voting Common Stock and the holders of Nonvoting Common Stock, according to their respective shares.

## ARTICLE V

### Existence of Corporation

This corporation shall have perpetual existence.

## ARTICLE VI

### Registered Office and Registered Agent

The registered office of this corporation shall be located at 9311 Solar Drive, Tallahassee, Florida 33619 and the registered agent of this corporation at such office shall be Andrea J. Young. 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

### Board of Directors

The Board of Directors of this corporation shall consist of not less than one (1) nor more than fifteen (15) members, the exact number of directors to be fixed from time to time by the shareholders or the bylaws. 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 shareholders. 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. Subject to the bylaws of this corporation, meetings of the directors may be held within or without the State of Florida. Directors need not be shareholders. The shareholders of this corporation may remove any director from office at any time with or without cause.

## ARTICLE VIII

### Board of Directors

The Board of Directors of this corporation shall consist of the following members, such members to hold office until their successor has been duly elected and qualified. The name and street address of the initial directors are:

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<u>Name</u>	<u>Address</u>
Andrew J. Young	9311 Solar Drive Tampa, Florida 33619
Rhonda G. Young	9311 Solar Drive Tampa, Florida 33619
David A. Voelker	9311 Solar Drive Tampa, Florida 33619

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## ARTICLE IX

### Bylaws

(a) The power to adopt the bylaws of this corporation, to alter, amend or repeal the bylaws, or to adopt new bylaws, shall be vested in the Board of Directors of this corporation; provided, however, that any bylaw or amendment thereto as adopted by the Board of Directors may be altered, amended or repealed by vote of the shareholders entitled to vote thereon, or a new bylaw in lieu thereof may be adopted by the shareholders, and the shareholders may prescribe in any bylaw made by them that such bylaw shall not be altered, amended or repealed by the Board of Directors.

(b) The bylaws of this corporation shall be for the government of this corporation and may contain any provisions or requirements for the management or conduct of the affairs and business of this corporation, provided the same are not inconsistent with the provisions of these Articles of Incorporation, or contrary to the laws of the State of Florida or of the United States.

## ARTICLE X

### Amendment of Articles of Incorporation

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the shareholders herein are subject to this reservation.

## ARTICLE XI

### Affiliated Transactions

The provisions of Section 607.0901 of the Florida Business Corporation Act, relating to affiliated transactions, shall be inapplicable to this corporation.

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IN WITNESS WHEREOF, the corporation has caused these Amended and Restated Articles of Incorporation to be executed as of August 29, 2024.

ACF HOLDINGS OF TAMPA BAY, INC.

By: Andrew J. Young  
Name: Andrew J. Young  
Its: President

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