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CAPITAL CONNECTION, INC.

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ULTRA-LOOK CORPORATION	
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	Art of Inc. File
	LTD Partnership File
	Foreign Corp. File
	L.C. File
	Fictitious Name File
	Trade/Service Mark
	Merger File
	Art. of Amend. File
	RA Resignation
	Dissolution / Withdrawal
	Annual Report / Reinstatement
	Cert. Copy
	Photo Copy
	Certificate of Good Standing
	Certificate of Status
	Certificate of Fictitious Name
	Corp Record Search
	Officer Search
	Fictitious Search
Signature	Fictitious Owner Search
	Vehicle Search
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Amended and Restated Articles of Incorporation of Ultra-Look Corporation A Florida Corporation

The undersigned Directors desire to amend and restate the Articles of Incorporation of Ultra-Look Corporation (the "Corporation") under the laws of the State of Florida by delivering to the Secretary of State of the State of Florida these Amended and Restated Articles of Incorporation, have been approved by the Shareholders and Directors of the Corporation on October 21, 2022 in accordance with Florida Statues Section 607.1003 (2022) and all relevant provisions of Florida Business Corporation Act (Act).

Article One Name

The name of the Corporation is and will continue to be Ultra-Look Corporation.

Article Two Registered Agent

Section 2.01 Registered Agent and Registered Office

The Corporation's initial Registered Office address in the State of Florida is: 3903 Progress Drive, Lakeland, Florida 33815.

The name of the Corporation's initial Registered Agent at that office is Ashley Nye.

Section 2.02 Registered Agent Consent

I, Ashley Nye, a natural person and resident of Florida, accept the appointment as Registered Agent of Ultra-Look Corporation, a Florida Corporation. Process, notices, and demands may be served upon me at the Registered Office address stated above. I understand that as Registered Agent, my responsibilities are to receive service of process, to forward mail, and to immediately notify the Secretary of State if I resign or if the Registered Office address changes.

Dated: October 21, 2022.

Ashley Nye Registered Agent

Article Three Stock

The total number of shares of stock that the Corporation has authority to issue will be 10,000 shares of Common Stock without par value, all of one class.

Article Four Stock Transfer Restrictions

Except as otherwise provided in the Bylaws or in a separate agreement among the Shareholders, no Shareholder may sell, assign, pledge, or otherwise transfer any of the Corporation's shares of stock or any right or interest in them, whether voluntarily, by operation of law, by gift, or otherwise.

Article Five Preemptive Shareholder Rights

The preemptive right of a Shareholder to acquire additional shares is affirmed.

Article Six Officers of the Corporation

The name, title and mailing address of the officers of the Corporation are as follows.

Name: Address:

Ashley L. Nye, President, 3903 Progress Drive,
Secretary and Treasurer Lakeland, Florida 33815

Allan M. Nye, Vice- 3903 Progress Drive,
President Lakeland, Florida 33815

Article Seven Principal Office Address

The place in this state where the principal office of the nonprofit corporation is to be located is: 3903 PROGRESS DR.

Lakeland, Florida 33811

Article Eight Board of Directors

The Board of Directors will have two Directors

The name of the Director is:

Ashley L. Nyc

3903 Progress Drive, Lakeland, Florida 33815

Allan M. Nye

3903 Progress Drive, Lakeland, Florida 33815

Newly created directorships resulting from any increase in the authorized number of Directors or any vacancies in the Board of Directors resulting from death, resignation, retirement, disqualification, removal from office, or other cause will be filled by a majority vote of the remaining Directors, though less than a quorum. These interim Directors will hold office for a term that expires at the next annual meeting of Shareholders, at which time the Shareholders will elect the successors.

The Board of Directors will fix by resolution the compensation or salary paid for attendance at each regular or special meeting of the Board in which a Director actually participates. Each Director will be reimbursed for all out-of-pocket expenses reasonably incurred in connection with performing the duties of a Director.

Article Nine Duration

The Corporation's duration is perpetual.

Article Ten Purposes

The Corporation is formed to engage in any lawful business permitted under the laws of the State of Florida, and to do anything corporations are permitted to do under provisions of the Act, as amended from time to time. This corporation may engage in every phase of any and all activities or businesses permitted by the laws of the United States and the State of Florida or any other state, territory, district or possession of the United States and all such activities or businesses as may be permitted in any foreign country. Without limiting the generality of the foregoing, the corporation shall have power to:

- (a) Conduct business, have one or more offices in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, and buy, hold, mortgage, sell, convey or otherwise dispose of franchises in this state and in any of the several states, territories, possessions and dependencies of the United States, the District of Columbia and in foreign countries.
 - (b) Purchase the corporate assets of any other corporation and engage in the same character of business.

- (c) Acquire, enjoy, utilize and dispose of patents, copyrights and trademarks and any licenses or other rights or interests thereunder or therein.
- (d) Take, hold, sell and convey such property as may be necessary in order to obtain or secure payment of any indebtedness or liability to it.
- (e) Guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise dispose of the shares of the capital stock of, or any bonds, securities or other evidences of indebtedness created by any other corporation of this state or any other state or government and while owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.
- (f) Purchase, hold, sell and transfer shares of its own capital stock from the surplus of its assets over its liabilities, including capital. Shares of its own capital stock, owned by this corporation, shall not be voted directly or indirectly or counted as outstanding for the purpose of any shareholders' quorum or vote.
- (g) Contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers of corporate property or other instruments, to secure the payment of corporate indebtedness as required.
 - (h) Make gifts for educational, scientific or charitable purposes.
- (i) Indemnify any person made a party, or threatened to be made a party, to any threatened, pending or completed action, suit or proceeding against liability for their good faith acts and omissions to the extent provided by law.
- (j) Purchase and maintain insurance on behalf of any person who is or was a director, officer, employee, or agent of the corporation, or is or was serving at the request of the corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise against liability asserted against him and incurred by him in any such capacity or arising out of his status as such, whether or not the corporation would have the power to indemnify him against such liability under the provisions of subsection (i) hereof.
- (k) Enter into general partnership, limited partnerships (whether the corporation be a limited or general partner), joint ventures, syndicates, pools, associations and other arrangements for carrying on one or more of the purposes set forth in this certificate of incorporation, jointly or in common with others, so long as the participating corporation, person or association would have power to do so alone.

The foregoing clauses are both purposes and powers, and the foregoing enumeration of specific powers does not limit or restrict in any manner the powers of the corporation.

Article Eleven Release from Personal Liability

A Director will not be personally liable to the Corporation or its Shareholders for monetary damages for breach of fiduciary duty as a Director, except liability for:

the amount of a financial benefit received by a Director to which he or she is not entitled under Florida law;

any distribution for which a Director votes or approves that is not lawful under Florida law; or

an intentional violation of criminal law.

Article Twelve Indemnification

The Corporation must indemnify every Director or officer—and his or her heirs, executors, and administrators—against expenses actually and reasonably incurred by him or her, as well as any amount paid upon judgment, in connection with any civil or criminal action, suit, or proceeding to which he or she may be made a party by reason of having been a Director or officer of the Corporation. But this indemnification excludes any action resulting in the liability of the Corporation for:

a financial benefit received by a Director or officer to which he or she is not entitled under Florida law;

an intentional infliction of harm on the Corporation or the Shareholders, individually or collectively;

any distribution for which a Director or officer votes or approves that is not lawful under Florida law; or

an intentional violation of criminal law.

Article Thirteen Power to Enact, Amend, and Repeal Bylaws

The Corporation's Board of Directors holds the exclusive power to make, alter, amend, or repeal the Corporation's Bylaws.

These Amended Articles of Incorporation will become effective on October 24, 2022.

Ashley Nye, Incorporator