

P11000105489

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(Business Entity Name)

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CLERK OF STATE  
TALLAHASSEE, FL

Y SULKER  
JAN 07 2022

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## Advanced Incorporating Service

1317 California Street  
P.O. Box 20396  
Tallahassee, FL 32316

Phone: 850-222-CORP  
Fax: 850-575-2724  
Email: [wlopez@aisincfl.com](mailto:wlopez@aisincfl.com)  
Website: [www.aisincfl.com](http://www.aisincfl.com)

NAME OF ENTITY

Zoom Tan, Inc.

FOR OFFICE USE ONLY

### PICK ONE:

☐ CERTIFIED COPY ☒ PHOTOCOPY ☐ C.U.S.

### FILING:

☐ CORPORATION ☐ LLC ☐ LIMITED PARTNERSHIP ☐ GENERAL PARTNERSHIP  
☐ FICTITIOUS NAME ☐ SERVICE MARK/TRADEMARK ☒ AMENDMENT  
☐ FOREIGN QUALIFICATION ☐ JUDGMENT LIEN  
☐ OTHER \_\_\_\_\_

### RETRIEVAL:

☐ GOOD STANDING CERT/C.U.S. ☐ CERTIFIED COPY ☐ PHOTOCOPY  
Of \_\_\_\_\_

### APOSTILLE/NOTARY CERTIFICATION REQUEST:

Country \_\_\_\_\_

Amount of Documents \_\_\_\_\_

DATE 1/3/22 TIME \_\_\_\_\_

Notes: \_\_\_\_\_  
\_\_\_\_\_



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

January 4, 2022

ADVANCED INCORPORATING SERVICE

SUBJECT: ZOOM TAN, INC.  
Ref. Number: P11000105489

2022 JAN -6 PM 4:39

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Division of Corporations

We have received your document for ZOOM TAN, 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):

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

The effective date must be specific and cannot be prior to the date of filing.

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.

Yasemin Y Sulker  
Regulatory Specialist III

Letter Number: 522A00000127

*Corrected  
Please keep  
original file  
date, Thanks*

**RESTATED AND AMENDED  
ARTICLES OF INCORPORATION  
OF  
ZOOM TAN, INC.**

Pursuant to the provisions of Section 607.1007 of the Florida Business Corporation Act, the undersigned corporation, pursuant to a written consent duly adopted by its Board of Directors and subsequently adopted by its shareholders on December 31, 2021, such shareholders being sufficient for approval thereof, adopts the following restated and amended articles of incorporation which shall supersede the original articles of incorporation.

**AMENDED  
ARTICLE I  
Name**

The name of the corporation is: Zoom Tan, Inc. (the "Corporation").

**ARTICLE II  
Principal Office**

The principal place of business address of the Corporation is: 8625 Tamiami Trail N., Suite 500, Naples, Florida 34108.

The mailing address of the Corporation is: 8625 Tamiami Trail N., Suite 500, Naples, Florida 34108.

**ARTICLE IV  
Purpose**

The purpose for which this Corporation is organized is: any and all lawful business.

**ARTICLE V  
Date of Adoption**

The date of adoption of these restated and amended articles of incorporation is December 31, 2021.

**ARTICLE VI  
Stock**

1. Number of Authorized Shares; Voting.

The number of shares the Corporation is authorized to issue is 1000 Class A Shares and 1000 Class B Shares. The Class A Shares shall be designated as voting stock and the Class B Shares shall be designated as non-voting stock. The Class B Shares shall have no voting rights whatsoever except as required under the Florida Business Corporation Act.

2. Deemed Liquidation Events; Payment Allocation.

The Corporation shall not have the power to effect a Deemed Liquidation Event, as that term is defined in the Corporation's Shareholder Agreement by and between the Corporation and its shareholders, as amended (the "Shareholder Agreement"), unless the Corporation allocates to the holders of capital stock of the Corporation the consideration payable to such shareholders in accordance with the Shareholder Agreement.

3. Issuance of Shares.

The power to issue shares and all other powers granted pursuant to Section 607.0621 of the Florida Business Corporation Act shall be reserved to the shareholders.

**ARTICLE VII**  
**Registered Office and Agent**

The name and Florida street address of the registered agent is: Anthony Toepler, 8625 Tamiami Trail N., Suite 500, Naples, Florida 34108.

These restated and amended articles of incorporation restate and integrate the provisions of the Corporation's articles of incorporation, omit any unnecessary information, reflect the date of adoption, and contain amendments, adopted pursuant to the Florida Business Corporation Act, to change the Corporation's address, to change the registered agent's address, and to change the number and type of stock permitted to be issued by the Corporation and to further expand on the relative rights and limitations of such stock. There is no discrepancy between the Corporation's original articles of incorporation and the provisions of the restated and amended articles of incorporation other than as noted in the immediately preceding sentence.

Having been named Registered Agent and to accept Service of Process for the aforementioned corporation at the designated place in this certificate, I hereby accept the appointment and agree to act in its capacity. I further agree, am familiar with and accept the obligations of my position as Registered Agent as provided for in Chapter 607, Florida Statutes.

/s/ Anthony Toepler

IN WITNESS WHEREOF, these Restated and Amended Articles of Incorporation have been executed this 31st day of December 2021. I submit this document and affirm that the facts stated herein are true.

Zoom Tan, Inc.

By: 

Name: B. Thomas Golisano

Title: Authorized Officer