

P12000057036

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

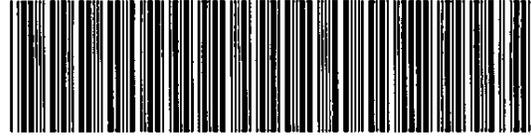
(Business Entity Name)

(Document Number)

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TALLAHASSEE, FLORIDA

P12000057036
9/7/16

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Atom Enterprises, Inc.

DOCUMENT NUMBER: P12000057036

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

Please return all correspondence concerning this matter to the following:

Matthew Welker
Name of Contact Person
Walk Law Firm PA
Firm/ Company
102 W Whiting St. Ste. 502
Address
Tampa, FL 33602
City/ State and Zip Code

mwelker@walklawfirm.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Matt Welker at (813) 999-0199 x2
Name of Contact Person Area Code & Daytime Telephone Number

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

- | | | | |
|---|---|--|--|
| <input checked="" type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee & Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed) | <input type="checkbox"/> \$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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

August 18, 2016

MATTHEW WELKER
102 W WHITING ST., STE 502
TAMPA, FL 33602

SUBJECT: ATOM, ENTERPRISES, INC.
Ref. Number: P12000057036

We have received your document for ATOM, ENTERPRISES, 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):

Please file the document as either Articles of Amendment or Restated Articles of Incorporation pursuant to applicable Florida Statutes.

Article 6 of your document conflicts with chapter 607.1006 Florida Statutes.

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.

Carol Mustain
Regulatory Specialist II

Letter Number: 616A00017507

**RESTATED ARTICLES OF INCORPORATION
OF
ATOM, ENTERPRISES, INC.**

Pursuant to the provisions of Section 607.1007, Florida Statutes, this Florida Profit Corporation adopts the following as its Restated Articles of Incorporation:

ARTICLE I: NAME

The name of the corporation shall be ATOM ENTERPRISES, INC. (the "Corporation").

ARTICLE II: PRINCIPAL OFFICE AND REGISTERED AGENT

The street and mailing address of the principal office of the Corporation is 8100 Chancellor Drive Suite 150, Orlando, FL 32809.

The name and address of the registered agent shall continue to be until further amended: James Crutchfield, 15171 Serenade Drive, Winter Garden, FL 34787.

ARTICLE III: PURPOSE

The Corporation is organized to transact any or all lawful business for which corporations may be incorporated under the FBCA as it now exists or may hereafter be amended or supplemented.

ARTICLE IV: SHARES

The total number of shares that the Corporation is authorized to issue and have outstanding at any time is 20,000 divided into classes as follows:

- (a) 10,000 shares of common stock; and
- (b) 10,000 shares of preferred stock which stock shall be non-voting, with the right to receive, as a class, 53% of the first \$1,400,000.00 of distributions from the Corporation, whether in the form of dividends or upon sale or liquidation of all or substantially all of the assets of the Corporation ("Distributions") and 20% of all Distributions thereafter. The holders of common stock shall be entitled to all Distributions not required to be distributed to the holders of the Preferred Stock. The Corporation shall not make any Distribution arising out of the sale or liquidation of all or substantially all of the Assets of the Corporation until any amount personally guaranteed by a holder of the common stock for the benefit of the Corporation has been paid in full. Until the holders of the preferred shares have jointly received a total of \$1,400,000.00 in Distributions, the Corporation shall not increase the "Annual Total Compensation Package" of any executive employed by the Corporation earning more than \$60,000.00 annually by an amount equal to the greater of Five percent (5%) or the year over year increase in the cost of living in Orlando, Florida. As used herein "Annual Total Compensation" shall mean, salary, bonus and commission measured such that the actual annual salary year over year shall not increase by more than 5% and the bonus and commission formula shall not be changed in a manner which results in an increase in bonus and commission by more than Five percent (5%) simply because the formula

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was changed. Should an individual achieve greater than a Five percent (5%) increase in compensation as a result of reaching or exceeding performance goals or increasing sales, such compensation increase through bonus and commission shall not require approval.

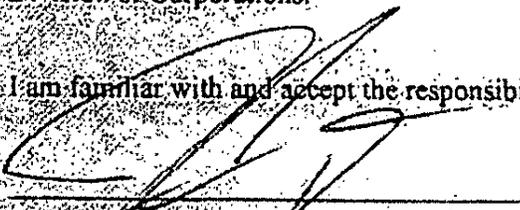
ARTICLE V: INDEMNIFICATION OF DIRECTORS AND OFFICERS

The Corporation shall indemnify, advance expenses, and hold harmless, to the fullest extent permitted by the FBCA and other applicable law as it presently exists or may hereafter be amended, any person (a "Covered Person") who was or is made or is threatened to be made a party or is otherwise involved in any action, suit or proceeding, whether civil, criminal, administrative or investigative and whether formal or informal (a "Proceeding"), by reason of the fact that he or she, or a person for whom he or she is the legal representative, is or was a director or officer of the Corporation or, while a director or officer of the Corporation, is or was serving at the request of the Corporation as a director, officer, employee or agent of another corporation or of a partnership, joint venture, trust, enterprise or nonprofit entity, including service with respect to employee benefit plans, against all liability and loss suffered and expenses (including attorneys' fees) actually and reasonably incurred by such Covered Person. Any amendment, repeal or modification of this Article X shall not adversely affect any right or protection hereunder of any person in respect of any act or omission occurring prior to the time of such repeal or modification.

ARTICLE VI: EFFECTIVE DATE AND TIME

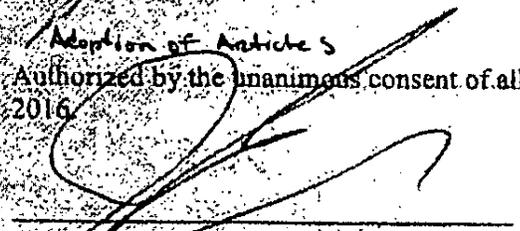
The effective date and time of these Restated Articles of Incorporation shall be the date and time that these Restated Articles of Incorporation are filed with the Florida Department of State, Division of Corporations.

I am familiar with and accept the responsibilities of registered agent.



JAMES CRUTCHFIELD

Adoption of Article 5
Authorized by the unanimous consent of all shareholders and directors on the 8th day of August, 2016.



JAMES CRUTCHFIELD, Secretary