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2023-10-09 08:46:10 EDT

Holland & Knight, LLP

From: Drazdon, Esq. (MIA - X22275)

10/9/23, 8:43 AM

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**COR AMND/RESTATE/CORRECT OR O/D RESIGN
MARMONT HILL, INC.**

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AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
MARMONT HILL, INC.

Pursuant to the provisions of Florida Statutes Sections 607.1006, 607.1007, 607.0704 and 607.0821 of the Florida Business Corporation Act, the undersigned adopts the following Amended and Restated Articles of Incorporation (the "*Amended and Restated Articles of Incorporation*") of **MARMONT HILL, INC.**, a corporation duly organized and existing under the laws of the State of Florida as filed on September 19, 2013 and assigned document number P13000079233, and confirms that such Amended and Restated Articles of Incorporation was duly adopted by unanimous written consent of the shareholder and board of directors on October 5, 2023. The number of votes cast for the amendment by the shareholder was sufficient for approval. The Amended and Restated Articles of Incorporation hereby amend and restate the provisions of the Corporation's original Articles of Incorporation in their entirety:

ARTICLE I. NAME

The name of the Corporation is Marmont Hill, Inc. (the "*Corporation*").

ARTICLE II. ADDRESS

The principal place of business and mailing address of the Corporation is:

4045 Bonita Avenue
Miami, Florida 33133

ARTICLE III. TERM OF EXISTENCE

The Corporation shall exist perpetually unless terminated sooner according to the laws of the State of Florida.

ARTICLE IV. PURPOSE

The purpose of the Corporation is to engage in any lawful activity or business permitted under the laws of the United States and the State of Florida.

ARTICLES V. AUTHORIZED SHARES

The number of shares the Corporation is authorized to issue is ten thousand (10,000), all of which have \$0.001 par value per share. One hundred (100) shares of the authorized common stock shall be designated as "Class A Voting Common Stock" and nine thousand nine hundred (9,900) shares of the authorized common stock shall be designated as "Class B Non-Voting Common Stock." The preferences, limitations and relative rights with respect to the Class A Voting Common Stock and the Class B Non-Voting Common Stock shall be the same, except that the holders of the Class B Non-Voting Common Stock shall not be entitled to vote on any matters required or permitted to be submitted to a vote by the Shareholders of the Corporation, except when otherwise required by the Florida Business Corporation Act, as amended.

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ARTICLE VI. DIRECTORS/OFFICERS

The name and address of the Director and Officer of the Corporation are:

<u>Name</u>	<u>Title</u>	<u>Address</u>
Parvez Taj	Director, President, Secretary, Vice President, Treasurer	4045 Bonita Avenue Miami, Florida 33133

ARTICLE VII. REGISTERED OFFICE AND AGENT

The Corporation's street address of the registered agent is 801 US Highway 1, North Palm Beach, Florida 33408 and the Corporation's registered agent at that address to accept service of process within the state is Corporate Creations Network, Inc.

ARTICLE VIII. BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the shareholders and board of directors, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

ARTICLE IX. AMENDMENTS

The Corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

ARTICLE X. TRANSACTIONS WITH CORPORATIONS

No contract or other transaction between this corporation and any other corporation, and no other contract or transaction of this corporation, shall in any way be affected or invalidated by the fact that any director or officer of this corporation has a pecuniary or other interest in any other corporation or is a director or officer of any other corporation. Any director or officer individually, or any firm of which any director or officer may be a member, may be a party to or may be pecuniarily or otherwise interested in any contract or transaction of this corporation, provided that the fact that he or she or the firm is so interested shall be disclosed or shall have been known to the board of directors. Any director or officer of this corporation who is also a director or officer of any other corporation or member of any other firm, or who is so interested, may be counted in determining the existence of a quorum at any meeting of the board of directors of this corporation that shall authorize any contract or transaction, with like force and effect as if the person were not an officer or director of any other corporation or member of any other firm, or not so interested.

ARTICLE XI. INDEMNIFICATION

The Corporation shall indemnify, to the full extent permitted by law, any representative, officer, director, employee or agent of the Corporation, or any former representative, officer, director, employee or agent of the Corporation, or any person who, at the request of the

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Corporation, is or was serving as a representative, director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise.

IN WITNESS WHEREOF, the undersigned has executed these Amended and Restated Articles of Incorporation of the Corporation on this 5th day of October, 2023.

DocuSigned by:

Parvez Taj

Parvez Taj, President

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