

P1400009426

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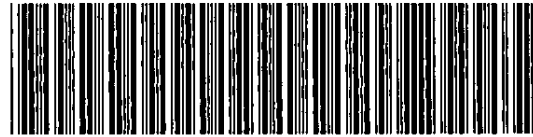
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

4/3/17

COVER LETTER

TO: AMENDMENT SECTION, DIVISION OF CORPORATIONS

SUBJECT: Andro Corp. Industries

DOCUMENT NUMBER: P14000009426

The enclosed Amended and Restated Articles of Incorporation for Andro Corp. Industries together with fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Joshua Dewrell
890 Carter Road, Ste 180
Winter Garden, FL 34787
josh@androcorpind.com

For further information concerning this matter please call:

Chelsea Metka at (407) 826 – 1952

Enclosed is a \$35.00 check made payable to the Florida Department of State.

AMENDED AND RESTATED

ARTICLES OF INCORPORATION FOR ANDRO CORP. INDUSTRIES

The undersigned natural person(s) of legal age, acting as incorporator(s) under the provisions of Florida Statutes Chapter 607, adopt the following Articles of Incorporation:

ARTICLE I
NAME

The name and address of this corporation shall be: Andro Corp. Industries, 890 Carter Road, Suite 180, Winter Garden, Florida 34787.

ARTICLE II
PURPOSES

The corporation may engage in any activity or business permitted under the laws of the United States of America and of this State.

ARTICLE III
EFFECTIVE DATE

The date that corporate existence began shall be January 29, 2014.

ARTICLE IV
STOCK

The aggregate number of shares of stock which this corporation shall have authority to issue shall be 1,000 shares of common stock.

ARTICLE V
INFORMAL SHAREHOLDER ACTION

The holders of not less than a majority of the issued and outstanding shares of the voting stock of the corporation may act by written agreement without a meeting, as provided in Florida Statutes 607.0704 and the bylaws of the corporation.

ARTICLE VI
FUNDAMENTAL CHANGES

The affirmative vote of holders of the majority of the outstanding shares of all classes of stock entitled to vote shall be necessary for the following corporate action:

- a) Amendment, alteration, change or repeal of any provision of the Articles of Incorporation;
- b) Reorganization, merger or consolidation of the corporation;
- c) Sale, lease or exchange of the major portion of the property or assets of the corporation;
or
- d) Dissolution of the corporation.

ARTICLE VII
TERM OF EXISTENCE

This corporation shall exist perpetually.

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TALLAHASSEE, FLORIDA

ARTICLE VII
DIRECTORS

- A. The business of the corporation shall be managed initially by the board of two (2) directors. The number of directors may be, as provided in the bylaws, increased or decreased, but shall never be less than one (1) director.
- B. The entire Board of Directors, or any individual director, may be removed from office without assignment of cause by affirmative vote of a majority of the outstanding shares of all classes of stock entitled to vote.
- C. Any vacancy on the Board of Directors shall be filled by the shareholders at a regular or special meeting called for that purpose. A shareholder removed as a director for cause shall not be entitled to vote to fill his own vacancy by voting for himself without prior approval secured by the affirmative vote of a majority of the outstanding shares of all classes of stock entitled to vote, exclusive of his own shares of stock.
- D. Members of the Board of Directors or Executive Committee shall be deemed present at a meeting if a conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other is used.

The name and address of the Directors are:

<u>NAME</u>	<u>ADDRESS</u>
JOSHUA D. DEWRELL	890 CARTER RD., STE 180 WINTER GARDEN, FL 34787
JASON WILCOX	890 CARTER RD., STE 180 WINTER GARDEN, FL 34787

ARTICLE IX
REGISTERED OFFICE AND REGISTERED AGENT

The address of the registered office of this corporation is 890 Carter Road, Suite 180, Winter Garden, Florida 34787. The name of the Registered Agent of this corporation is Joshua D. Dewrell at the above office address.

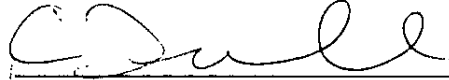
ARTICLE X
BYLAWS

Bylaws of this corporation may be adopted, amended, or repealed by either the Board of Directors or by the Stockholders, except as otherwise provided in the Bylaws.

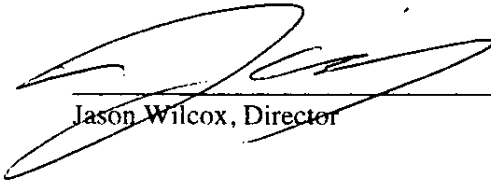
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Signature Page to Follow

IN WITNESS WHEREOF, the undersigned being the all the Directors of the corporation certify to the truth of the facts herein stated, this 8th day of March, 2017.



Joshua D. Dewrell, Director

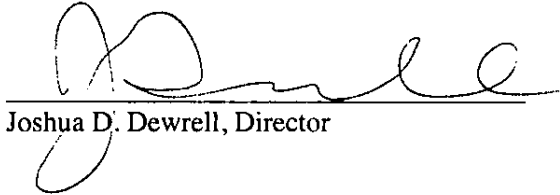


Jason Wilcox, Director

**ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN ARTICLES OF INCORPORATION**

I hereby accept to act as Registered Agent for Andro Corp. Industries, as stated in these Amended and Restated Articles of Incorporation.

Dated: March 8, 2017



Joshua D. Dewrell, Director