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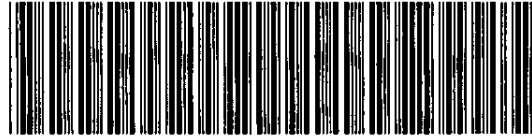
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15 MAY 19 AM 11:16

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T CANNON



VantageHospitality.com

May 18, 2015

SENT VIA OVERNIGHT

Florida Department of State
Amendment Department
Division of Corporations
2661 Executive Center Circle
Tallahassee, Florida 32301

Re: LexDevCoJax, Inc. – Amended and Restated Articles of Incorporation
Document number: P15000036293

Dear Sir/Madam:

Enclosed please find for filing the Amended and Restated Articles of Incorporation for LexDevCoJax, Inc., and a check in the amount of \$35.00 for the filing fee. Please return all correspondences concerning this matter to the following: Judi Jarvis, V.P. of Legal Affairs, Vantage Hospitality Group, Inc., 3300 N. University Drive, Suite 500, Coral Springs, Florida 33065.

If you should have any questions, please do not hesitate to contact Ms. Jarvis by email at jjarvis@vantagehospitality.com or by phone at (954) 575-2668, ext. 147.

Sincerely,

VANTAGE HOSPITALITY GROUP, INC.

Karen Budreau

Karen Budreau
Legal Assistant

/kb
Enclosures

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF LEXDEVCOJAX, INC.**

15 MAY 19 AM 11:16

These Amended and Restated Articles of Incorporation (the "Articles") of LexDevCoJax, Inc. (the "Corporation") were duly adopted by the sole director of the Corporation on May 18, 2015, and by the holders of a majority of the stock of the Corporation on May 18, 2015, the number of votes cast by the stockholders being sufficient for approval, in accordance with the applicable provisions of the Florida Business Corporation Act.

The text of the Articles of Incorporation is hereby restated and amended to read in its entirety as follows:

ONE: The name of the Corporation is LexDevCoJax, Inc.

TWO: The address of the registered office of the Corporation in the State of Florida shall be 3300 North University Drive, Suite 500, Coral Springs, Florida 33065. The name and address of the Corporation's registered agent in the State of Florida is Bessie Petroutsas, 3300 North University Drive, Suite 500, Coral Springs, Florida 33065.

THREE: The purpose of the Corporation is to engage in any lawful act or activity for which corporations may now or hereafter be organized under the Florida Business Corporation Act.

FOUR: (1) The maximum number of shares of stock that the Corporation is authorized to have issued and outstanding at any time is 100,000 shares of common stock at a par value of \$.001 per share, which shall be known as Common Stock, it being understood that this shall be the only class of common stock, and 100,000 shares of preferred stock at a par value of \$.001 per share.

(2) Shares of preferred stock may be issued from time to time in one or more series as may be established from time to time by resolution of the Board of Directors of the Corporation (the "Board of Directors"), each of which series shall consist of such numbers of shares and have such distinctive designation or title as shall be fixed by resolution of the Board of Directors prior to the issuance of any shares of such series. Each such class or series of preferred stock shall have such voting powers, full or limited, or no voting powers, and such preferences and relative, participating, optional or other special rights and such qualifications, limitations or restrictions thereof, as shall be stated in such resolution of the Board of Directors providing for the issuance of such series of preferred stock. The Board of Directors is further authorized to increase or decrease (but not below the number of shares of such class or series then outstanding) the number of shares of any series subsequent to the issuance of shares of the series.

FIVE: In furtherance and not in limitation of the powers conferred by statute and subject to Article Six hereof, the Board of Directors is expressly authorized to adopt, repeal, rescind, alter or amend in any respect the Bylaws of the Corporation (the "Bylaws").

SIX: Notwithstanding Article Five hereof, the Bylaws may be adopted, rescinded, altered or amended in any respect by the stockholders of the Corporation, but only by the affirmative vote

of the holders of not less than 66 2/3% of the voting power of all outstanding shares of voting stock regardless of class and voting together as a single voting class; provided, however, that where such action is approved by a majority of the continuing directors, the affirmative vote of a majority of the voting power of all outstanding shares of voting stock, regardless of class and voting together as a single voting class, shall be required for approval of such action.

SEVEN: The business and affairs of the Corporation shall be managed by and under the direction of the Board of Directors. Except as may otherwise be provided pursuant to Section 2 of Article Four hereof in connection with rights to elect additional directors under specified circumstances that may be granted to the holders of any series of preferred stock, the exact number of directors of the Corporation shall be determined from time to time by a Bylaw or Amendment thereto provided that the number of directors shall not be reduced to less than three (3), except that there need be only as many directors as there are stockholders in the event that the outstanding shares are held of record by fewer than three (3) stockholders.

Elections of directors need not be by written ballot unless the Bylaws of the Corporation shall so provide.

EIGHT: Each director shall serve until his successor is selected and qualified or until his death, resignation or removal; no decrease in the authorized number of directors shall shorten the term of any incumbent director; and additional directors, elected pursuant to Section 2 of Article Four hereof in connection with rights to elect such additional directors under specified circumstances that may be granted to the holders of any series of preferred stock, shall not be included in any class, but shall serve for such term or terms and pursuant to such other provisions as are specified in the resolution of the Board of Directors establishing such series.

NINE: Except as may otherwise be provided pursuant to Section 2 of Article Four hereof in connection with rights to elect additional directors under specified circumstances that may be granted to the holders of any series of stock, newly created directorships resulting from any increase in the number of directors, or any vacancies on the Board of Directors resulting from death, resignation, removal or other causes, shall be filled solely by the affirmative vote of a majority of the remaining directors then in office, even though less than a quorum of the Board of Directors. Any director elected in accordance with the preceding sentence shall hold office until such director's successor shall have been elected and qualified or until such director's death, resignation or removal, whichever first occurs.

TEN: Except for such additional directors as may be elected by the holders of any series of preferred stock pursuant to the terms thereof established by a resolution of the Board of Directors pursuant to Article Four hereof, any director may be removed from office with or without cause and only by the affirmative vote of the holders of not less than 66 2/3% of the voting power of all outstanding shares of Stock entitled to vote in connection with the election of such director regardless of class and voting together as a single voting class; provided, however, that where such removal is approved by a majority of the continuing directors, the affirmative vote of a majority of the voting power of all outstanding shares of voting stock entitled to vote in connection with the election of such director, regardless of class and voting together as a single voting class, shall be required for approval of such removal.

ELEVEN: Any action required or permitted to be taken by the stockholders of the Corporation must be effected at a duly called Annual Meeting or at a special meeting of stockholders of the Corporation, unless such action requiring or permitting stockholder approval is approved by a majority of the continuing directors, in which case such action may be authorized or taken by the written consent of the holders of outstanding shares of voting stock having not less than the minimum voting power that would be necessary to authorize or take such action at a meeting of stockholders at which all shares entitled to vote thereon were present and voted, provided all other requirements of applicable law and these Articles have been satisfied. Except as specifically set forth in this Article Eleven, no action may be taken by stockholders by written consent.

TWELVE: Meetings of stockholders of the Corporation may be held within or without the State of Florida, as the Bylaws may provide. The books of the Corporation may be kept (subject to any provision of applicable law) outside the State of Florida at such place or places as may be designated from time to time by the Board of Directors or in the Bylaws.

THIRTEEN: The provisions set forth in this Article Thirteen and in Articles Five, Six, Seven, Eight, Nine, Ten, Eleven and Twelve hereof may not be repealed, rescinded, altered or amended in any respect, and no other provision or provisions may be adopted which impair(s) in any respect the operation or effect of any such provision, except by the affirmative vote of the holders of not less than 66 2/3% of the voting power of all outstanding shares of voting stock regardless of class and voting together as a single voting class, and, where such action is proposed by an interested stockholder or by any associate or affiliate of an interested stockholder, the affirmative vote of the holders of a majority of the voting power of all outstanding shares of voting stock, regardless of class and voting together as a single class, other than shares held by the interested stockholder which proposed (or the affiliate or associate of which proposed) such action, or any affiliate or associate of such interested stockholder; provided, however, that where such action is approved by a majority of the continuing directors, the affirmative vote of a majority of the voting power of all outstanding shares of voting stock, regardless of class and voting together as a single voting class, shall be required for approval of such action.

FOURTEEN: The Corporation reserves the right to adopt, repeal, rescind, alter or amend in any respect any provisions contained in this Certificate in the manner now or hereafter prescribed by applicable law, and all rights conferred on stockholders herein are granted subject to this reservation. Notwithstanding the preceding sentence, the provisions set forth in Articles Five, Six, Seven, Eight, Nine, Ten, Eleven, Twelve and Thirteen hereof may not be repealed, rescinded, altered or amended in any respect, and no other provision or provisions may be adopted, which impair(s) in any respect the operation or effect of any such provision, unless such action is approved as specified in Article Thirteen hereof.

FIFTEEN: No director of the Corporation shall be liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty as a director, except for liability (a) for any breach of the director's duty of loyalty to the Corporation or its stockholders, (b) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of

law; provided however, that if a director, officer, employee or agent of the Corporation has been successful on the merits or otherwise in defense of any action, suit or proceeding referred to in subsection (a) and (b), or in defense of any claim, issue or matter therein, he or she shall be indemnified against expenses (including attorneys' fees) actually and reasonably incurred by him or her in connection therewith.

The Corporation shall have the power to indemnify any person who was or is a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative (other than action by or in the right of the Corporation) by reason of the fact that he or she is or was a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him or her in connection with such action, suit or proceeding if he or she acted in good faith and in a manner he or she reasonably believed to be in, or not opposed to, the best interests of the Corporation, and, with respect to any criminal action or proceeding, had no reasonable cause to believe his or her conduct was unlawful. The termination of any action, suit or proceeding by judgment, order, settlement, conviction, or plea of nolo contendere or its equivalent, shall not, of itself, create a presumption that the person did not act in good faith in a manner which he or she reasonably believed to be in, or not opposed, to the best interest of the Corporation, and with respect to any criminal action or proceeding, had reasonable cause to believe that his or her conduct was unlawful.

The Corporation shall have power to indemnify any person who was or is party or is threatened to be made a party to any threatened, pending or completed action or suit by or in the right of the Corporation to procure a judgment in its favor by reason of the fact that he or she 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 expenses (including attorneys' fees) actually and reasonably incurred by him or her in connection with the defense or settlement of such action or suit if he or she acted in good faith and in a manner he or she reasonably believed to be in, or not opposed to, the best interest of the Corporation and except that no indemnification shall be made in respect of any claim, issue or matter as to which such person shall have been adjudged to be liable for negligence or misconduct in the performance of his or her duty to the Corporation unless, and only to the extent that, the court in which such action or suit was brought shall determine upon application that, despite the adjudication of liability, but in view of all the circumstances of the case, such person is fairly and reasonably entitled to indemnity for such expenses which the court shall deem proper.

Expenses incurred in defending a civil or criminal action, suit or proceeding may be paid by the Corporation in advance of the final disposition of such action, suit or proceeding as authorized by the Board of Directors upon receipt of an undertaking by or on behalf of the director, officer, employee, or agent to repay such amount unless it shall ultimately be determined that he or she is entitled to be indemnified by the Corporation as authorized in this Article Fifteen.

The indemnification provided by this Article Fifteen shall not be deemed exclusive of any other rights to which those seeking indemnification may be entitled to under the laws of the State of Florida, and by law, agreement, or vote of the stockholders or disinterested directors or otherwise, both as to action in his official capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee or agent and shall inure to the benefit of the heirs, executors and administrators of such a person.

The Corporation shall have power to 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 any liability asserted against him or her and incurred by him or her in any such capacity, or arising out of his status as such, whether or not the Corporation would have the power to indemnify him or her against such liability under the provisions of this Article Fifteen.

SIXTEEN: No contract or other transaction of the Corporation with any other person, firm or corporation, or in which the Corporation is interested, shall be affected or invalidated by: (a) the fact that any one or more of the directors or officers of the Corporation is interested in or is a director or officer of such other firm or corporation; or, (b) the fact that any director or officer of the Corporation, individually or jointly with others, may be a party to or may be interested in any such contract or transaction, so long as the contract or transaction is authorized, approved or ratified at a meeting of the Board of Directors by sufficient vote thereon by directors not interested therein, to which such relationship or interest has been disclosed, or the contract or transaction has been approved or ratified by vote or written consent of the stockholders entitled to vote, to whom such fact of relationship or interest has been disclosed, or so long as the contract or transaction is fair and reasonable to the Corporation. Each person who may become a director or officer of the Corporation is hereby relieved from any liability that might otherwise arise by reason of his contracting with the Corporation for the benefit of himself or herself or any firm or corporation in which he or she may in any way be interested.

SEVENTEEN: The Corporation is not governed by § 607.0901 of the Florida Business Corporation Act (governing affiliated party transactions).

IN WITNESS WHEREOF LEXDEVCOJAX, INC. has caused these Amended and Restated Articles of Incorporation to be executed by the officer designated below as of the 18th day of May, 2015.

LEXDEVCOJAX, INC.

By: 

Bernard T. Moyle, President

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
15 MAY 19 AM 11:16