

P15000039930

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP     WAIT     MAIL

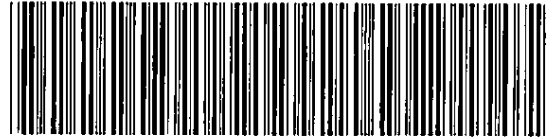
(Business Entity Name)

(Document Number)

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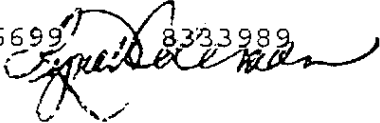
S. CHATHAM  
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S. CHATHAM  
2023 AUG 14 PM 2:02

RECEIVED  
2023 AUG 14 PM 3:24  
ALLAHASSEE, FLORIDA

FILE 2ND

CORPORATION SERVICE COMPANY  
1201 Hays Street  
Tallahassee, FL 32301  
Phone: 850-558-1500

ACCOUNT NO. : I20000000195  
REFERENCE : 936699 8333989  
AUTHORIZATION :   
COST LIMIT : \$ 35.00

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ORDER DATE : August 14, 2023  
ORDER TIME : 2:04 PM  
ORDER NO. : 936699-010  
CUSTOMER NO: 8333989  
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DOMESTIC AMENDMENT FILING

NAME: GUERRA KING P.A.

EFFECTIVE DATE:

ARTICLES OF AMENDMENT  
XX RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY  
XX PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Eyliena Baker -- EXT#

EXAMINER'S INITIALS: \_\_\_\_\_

**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
GUERRA KING P.A.**

2023 AUG 14 PM 2:02  
S...  
P...  
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Pursuant to Section 607.1007 of the Florida Business Corporation Act, Guerra King P.A. (~~“Corporation”~~), a Florida professional services corporation, desires to amend and restate the Corporation’s Articles of Incorporation and hereby certifies:

FIRST: The Articles of Incorporation of the Corporation were filed with the Secretary of State of Florida on May 4, 2015, Document No. P15000039930.

SECOND: These Amended and Restated Articles of Incorporation, which incorporate and supersede the original Articles of Incorporation and all amendments and restatements to them, were adopted by the directors and shareholders of the Corporation as of August 10, 2023. To effect the foregoing amendment and restatement, the text of the Articles of Incorporation is hereby restated and amended as set forth below in full:

**ARTICLE I. CORPORATE NAME**

The name of the corporation is: Guerra & Partners, P.A.

**ARTICLE II. PURPOSE**

The corporation is organized to engage solely in the business of carrying on the general practice of law and to engage in every aspect of the business of rendering legal services to the public and has and may exercise all powers conferred by the laws of Florida on professional service corporations. The corporation shall have all the corporate powers enumerated in the Florida Business Corporation Act.

**ARTICLE III. CAPITAL STOCK**

The corporation is authorized to issue and have outstanding at any one time an aggregate number of 10,000 shares of one class of common stock having no par value per share. The consideration to be paid for each share of stock shall be fixed by the corporation’s Board of Directors. None of the shares of the corporation may be issued to anyone other than an individual in good standing and duly licensed to practice as an attorney in the relevant jurisdiction.

**ARTICLE IV. EXISTENCE**

The corporation shall have perpetual existence, unless sooner dissolved according to law.

**ARTICLE V. REGISTERED OFFICE AND AGENT**

The street address of the registered office of the corporation is 1408 N. Westshore Blvd., Suite 1010, Tampa, Florida 33607, and the name of the corporation’s registered agent at that address is George L. Guerra.

**ARTICLE VI. BOARD OF DIRECTORS**

The business and affairs of the corporation shall be managed by or under the direction of the board of directors. The number of directors of the corporation shall be determined in the manner set forth in the

bylaws of the corporation. Elections of directors need not be by written ballot unless the bylaws of the corporation shall so provide.

**ARTICLE VII. PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal business office and mailing address of the corporation is 1408 N. Westshore Blvd., Suite 1010, Tampa, Florida 33607.

**ARTICLE VIII. INDEMNIFICATION OF OFFICERS AND DIRECTORS**

The corporation shall indemnify any officer or director of the corporation or any former officer or director to the full extent permitted by applicable law.

**ARTICLE IX. SHAREHOLDER MEETINGS**

The shareholders of the corporation may not call a special meeting of the shareholders unless the holders of at least 50% of all the votes entitled to be cast on any issue proposed to be considered at the proposed special meeting sign, date, and deliver to the corporation's Secretary one or more written demands for the meeting describing the purpose or purposes for which it is to be held.

**ARTICLE X. BYLAWS**

The power to adopt the bylaws of the corporation, to alter, amend, or repeal the bylaws, or adopt new bylaws, shall be vested in the Board of Directors of this corporation; provided however, that any bylaw or amendment to a bylaw adopted by the Board of Directors may be altered, amended, or repealed by the vote of shareholders entitled to vote on the bylaw or amendment, or a new bylaw in lieu of any existing bylaw may be adopted by the shareholders entitled to vote on the bylaw, and the shareholders entitled to vote on any bylaw may prescribe in any bylaw made by them that the bylaw may not be altered, amended, or repealed by the Board of Directors.

**ARTICLE XI. INCORPORATOR**

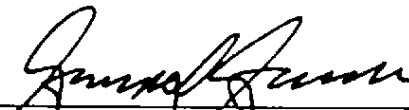
The name and address of the incorporator are:

Gianluca Morello, Esq.  
5505 W. Gray Street  
Tampa, Florida 33609

THIRD: The foregoing amendment and restatement was adopted by the sole director and the holders of at least a majority of the outstanding shares of common stock of the Corporation pursuant to Sections 607.0821 and 607.0704 of the Florida Business Corporation Act as of August 10, 2023, which constitutes a sufficient number of votes for approval. No voting groups were entitled to vote separately on the foregoing amendment and restatement. The foregoing Amended and Restated Articles of Incorporation consolidate all amendments to the Articles of Incorporation into these Amended and Restated Articles of Incorporation.

FOURTH: These Amended and Restated Articles of Incorporation will be effective immediately upon filing by the Florida Department of State.

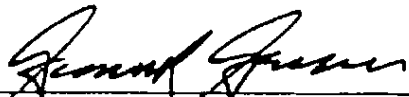
EXECUTED: August 10, 2023

  
\_\_\_\_\_  
George L. Guerra, President

2023 AUG 14 PM 2:00  
F.M. King P.A.

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

EXECUTED: August 10, 2023

  
George L. Guerra, as Registered Agent

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