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Division of Corporations

Florida Department of State

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**COR AMND/RESTATE/CORRECT OR O/D RESIGN
EASTOWER GROUP, INC.**

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**AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
EASTOWER GROUP, INC.**

Pursuant to Section 607.1006 of the Florida Business Corporation Act ("FBCA"), EastTower Group, Inc. (the "Corporation"), a corporation organized and existing under the laws of the State of Florida, hereby adopts the following Amended and Restated Articles of Incorporation (the "Restated Articles"):

1. The name of the Corporation is "EastTower Group, Inc." The original Articles of Incorporation were filed with the Secretary of State of the State of Florida on July 27, 2015, and Amended Articles of Incorporation were filed with the Secretary of State of the State of Florida on January 25, 2016 and June 28, 2017.

2. The Board of Directors of the Corporation has duly adopted a resolution pursuant to Section 607.1003 of the FBCA setting forth the Restated Articles and declaring said Restated Articles be advisable. The proposed Restated Articles were adopted and approved by the holders of the majority of the voting power of the shareholders acting by written consent. The number of votes cast for the proposed amendment by the shareholders was sufficient for approval.

3. These Restated Articles restate, integrate and further amend the provisions of the articles of incorporation of the Corporation.

4. The text of the articles of incorporation is hereby restated and amended to read in its entirety as follows:

ARTICLE I.

NAME

The name of the corporation is: EastTower Group, Inc.

ARTICLE II.

PRINCIPAL OFFICE

The principal place of business is 8000 N. Federal Highway Boca Raton, Florida 33487.

ARTICLE III.

PURPOSE

The purpose for which the corporation is organized is to engage in any lawful act or activity for which corporations may be organized under the Florida Statutes.

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ARTICLE IV.

SHARES

The number of shares which the corporation shall have authority to issue is Two Billion One Hundred Twenty Million (2,120,000,000) shares of capital stock consisting of Two Billion One Hundred Million (2,100,000,000) shares of common stock, par value of \$0.0001 per share ("Common Stock") and Twenty Million (20,000,000) shares of preferred stock, par value of \$5.0001 per share ("Preferred Stock").

The Preferred Stock of the corporation shall be issued by the Board of Directors of the corporation in one or more classes or one or more series within any class and such classes or series shall have such voting powers, full or limited, or no voting powers, and such designations, preferences, limitations or restrictions as the Board of Directors of the corporation may determine, from time to time.

The holders of the Common Stock are entitled to one vote for each share held at all meetings of stockholders (and written actions in lieu of meetings). There shall be no cumulative voting.

Shares of Common Stock and Preferred Stock may be issued from time to time as the Board of Director shall determine and on such terms and for such consideration as shall be fixed by the Board of Directors.

The powers, preferences, rights, restrictions and other matters relating to the Series A Non-Convertible Preferred Stock (the "Series A Preferred Stock"), are as follows:

1) Designation and Authorized Shares. The Corporation shall be authorized to issue Ten Million (10,000,000) shares of Series A Preferred Stock.

2) Stated Value. Each share of Series A Preferred Stock shall have a stated value of ten thousandth of a cent (\$0.0001) (the "Stated Value").

3) Liquidation.

3.1. Upon the liquidation, dissolution or winding up of the business of the Corporation, whether voluntary or involuntary, each holder of Series A Preferred Stock shall be entitled to receive, for each share thereof, out of assets of the Corporation legally available therefore, a preferential amount in cash equal to (and not more than) the Stated Value. All preferential amounts to be paid to the holders of Series A Preferred Stock in connection with such liquidation, dissolution or winding up shall be paid before the payment or setting apart for payment of any amount for, or the distribution of any assets of the Corporation to the holders of (i) any other class or series of capital stock whose terms expressly provide that the holders of Series A Preferred Stock should receive preferential payment with respect to such distribution (to the extent of such preference) and (ii) the Corporation's Common Stock. If upon any such distribution the assets of the Corporation shall be insufficient to pay the holders of the outstanding shares of Series A Preferred Stock (or the holders of any class or series of capital stock ranking on a parity with the Series A Preferred Stock as to distributions in the event of a liquidation, dissolution or winding up of the Corporation) the full amounts to which they shall be entitled, such

holders shall share ratably in any distribution of assets in accordance with the sums which would be payable on such distribution if all sums payable thereon were paid in full.

3.2. Any distribution in connection with the liquidation, dissolution or winding up of the Corporation, or any bankruptcy or insolvency proceeding, shall be made in cash to the extent possible. Whenever any such distribution shall be paid in property other than cash, the value of such distribution shall be the fair market value of such property as determined in good faith by the Board of Directors of the Corporation.

4) Voting. Except as otherwise expressly required by law, each holder of Series A Preferred Stock shall be entitled to vote on all matters submitted to shareholders of the Corporation and shall be entitled to ninety five (95) votes for each share of Series A Preferred Stock owned at the record date for the determination of shareholders entitled to vote on such matter or, if no such record date is established, at the date such vote is taken or any written consent of shareholders is solicited. Except as otherwise required by law, the holders of shares of Series A Preferred Stock shall vote together with the holders of Common Stock on all matters and shall not vote as a separate class.

5) No Right of Conversion. The holders of Series A Preferred Stock shall have no right or privilege to convert their shares of Series A Preferred Stock into Common Stock of the Corporation.

6) Record Holders. The Corporation and its transfer agent, if any, for the Series A Preferred Stock may deem and treat the record holder of any shares of Series A Preferred Stock as reflected on the books and records of the Corporation as the sole true and lawful owner thereof for all purposes, and neither the Corporation nor any such transfer agent shall be affected by any notice to the contrary.

7) Restrictions and Limitations. Except as expressly provided herein or as required by law so long as any shares of Series A Preferred Stock remain outstanding, the Corporation shall not, without the vote or written consent of the holders of at least a majority of the then-outstanding shares of the Series A Preferred Stock, take any action which would adversely and materially affect any of the preferences, limitations or relative rights of the Series A Preferred Stock, including without limitation:

(a) Reduce the amount payable to the holders of Series A Preferred Stock upon the voluntary or involuntary liquidation, dissolution or winding up of the Corporation, or change the relative seniority of the liquidation preferences of the holders of Series A Preferred Stock to the rights upon liquidation of the holders of any other capital stock in the Corporation;

(b) Cancel or modify adversely and materially the voting rights as provided in Section 4 hereof; or

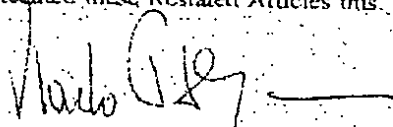
(c) Take any action which would result in the change of control of fifty percent (50%) or more of the ownership of the Corporation.

ARTICLE V.

REGISTERED AGENT

The name and address of the Registered Agent is Vlado P. Hreljanovic, 8000 N. Federal Highway, Suite 100, Boca Raton, Florida 33487.

IN WITNESS WHEREOF, the undersigned has executed these Restated Articles this 25th day of February, 2019.


Vlado Hreljanovic, Chief Executive Officer.