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**COR AMND/RESTATE/CORRECT OR O/D RESIGN
AI CONTROL TECHNOLOGIES INC.**

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**AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
AI CONTROL TECHNOLOGIES INC.**

AI CONTROL TECHNOLOGIES INC., a corporation organized under the laws of the State of Florida (the "Corporation") does hereby certify:

- A. The name of the Corporation is AI CONTROL TECHNOLOGIES INC. (the "Corporation"). The original Articles of Incorporation of the Corporation were filed with the Secretary of State of the State of Florida under document number P16000001111 on January 4, 2016.
- B. These Amended and Restated Articles of Incorporation, which restate, integrate and further amend the provisions of the original Articles of Incorporation of the Corporation, have been duly adopted pursuant to the provisions of section 607.1006, Florida Statutes.
- C. The text of the original Articles of Incorporation of the Corporation is hereby amended and restated to read in its entirety as follows:

ARTICLE 1. NAME

The name of the Corporation is AI CONTROL TECHNOLOGIES INC. (hereinafter the "Corporation").

ARTICLE 2. ADDRESS

The principal office and mailing address is 6309 Hermosa Drive, Ocean Springs, MS 39564.

ARTICLE 3. PURPOSE

The purpose for which this Corporation is organized is any lawful business.

ARTICLE 4. DIRECTORS AND OFFICERS

The name and address of the directors and officers of the Corporation is:

Christopher Webb -- Chairman, President, CEO
6309 Hermosa Drive
Ocean Springs, MS 39564

Andrew Sinclair -- Director, Executive Vice President of Product Development
Baytree Court
21 Marama Gardens
Rustington, Littlehampton BN16 2ND
United Kingdom

Robert Brandes -- Director, Secretary, Executive Vice President of Business Development
605 Flying Scot Way
Alpharetta, GA 30005

ARTICLE 5. SHARES

- I. This Corporation is authorized to issue an unlimited number of Class A Common Shares, no par value (the "Class A Common Shares"), an unlimited number of Class B Common Shares, no par value (the "Class B Common Shares", and together with the Class A Common Shares, the "Common Shares"), and an unlimited number of Series AA Preferred Shares, par value \$1.00 per share (the "Preferred Shares"). The number of authorized shares of any class or classes of shares may be increased or decreased (but not below the number of shares thereof then outstanding) by the affirmative vote of the holders of at least a majority of the voting power of the issued and outstanding shares of Class A Common Shares of the Corporation.
- II. The rights, privileges, restrictions and conditions attaching to the shares of the corporation shall be as follows:

- a) Class A Common and Class B Common Shares

- i) Voting Rights

- (1) Each holder of shares of Class A Common Shares shall be entitled to one (1) vote for each share of Class A Common Shares held as of the applicable date on any matter that is submitted to a vote or for the consent of the shareholders of the Corporation.
 - (2) The holders of shares of Class B Common Shares shall not be entitled to vote on any matter that is submitted to a vote or for the consent of the shareholders of the Corporation unless required by law.

- ii) Dividends

Subject to the preferences applicable to any series of Preferred Shares, if any, outstanding at any time, the holders of Class A Common Shares and the holders of Class B Common Shares shall be entitled to share equally, on a per share basis, in such dividends and other distributions of cash, property or shares of the Corporation as may be declared by the Board of Directors from time to time with respect to the Common Shares out of assets or funds of the Corporation legally available therefor; provided, however, that in the event that such dividend is paid in the form of shares of Common Shares or rights to acquire Common Shares, the holders of Class A Common Shares shall receive Class A Common Shares or rights to acquire Class A Common Shares, as the case may be, and the holders of Class B Common Shares shall receive Class B Common Shares or rights to acquire Class B Common Shares, as the case may be.

- iii) Participation in Assets on Dissolution

Subject to the preferences applicable to any series of Preferred Shares, if any, outstanding at any time, in the event of the voluntary or involuntary liquidation, dissolution, distribution of assets or winding up of the Corporation, the holders of Class A Common Shares and the holders of Class B Common Shares shall be entitled to share equally, on a per share basis, all assets of the Corporation of whatever kind available for distribution to the holders of Common Shares.

b) Preferred Sharesi) Voting

- (1) As long as there are preferred shares outstanding, each holder of preferred shares shall have one vote for each share held of record on all matters submitted for shareholder approval.
- (2) Each holder of a preferred share shall have one vote for each preferred share held of record on all matters submitted for shareholder approval.

ii) Dividends

- (1) The "Redemption Amount" as hereinafter referred to with respect to each Preferred Share shall be the amount paid for such shares on the initial issuance of such shares.
- (2) Each Preferred Share shall entitle the holder thereof to receive for each fiscal year of the corporation, when, as and if declared by the board of directors of the corporation, out of the monies of the corporation properly applicable to the payment of dividends, a variable preferential non-cumulative dividend of up to 8% of the Redemption Amount.
- (3) If such variable preferential dividend for any fiscal year of the corporation has not been declared payable prior to the expiration of two months from the end of such fiscal year, the rights of the holders of all Preferred Shares to receive such undeclared dividend shall be forever extinguished at the expiration of such two months.
- (4) Any dividend may be paid in one or more instalments in the discretion of the board of directors of the corporation.

iii) Redemption at the Option of the Corporation

The corporation may, upon giving notice as hereinafter provided, redeem the whole or any part of the Preferred Shares upon payment of the Redemption Amount for each share to be redeemed, together with all dividends declared thereon and unpaid. Not less than 14 days' notice in writing of such redemption shall be given by mailing such notice to the registered holders of the shares to be redeemed, specifying the date (herein called the "Redemption Date") and place or places of redemption. Upon the Redemption Date the corporation shall pay or cause to be paid to the order of the registered holder of each Preferred Share to be redeemed the redemption price therefor on presentation and surrender, at the place or places specified for redemption in the notice, of the certificate(s) representing such Preferred Shares. For the purpose of this paragraph, the issuance and delivery of a promissory note by the corporation for the aggregate redemption price of the Preferred Shares to be redeemed shall constitute payment therefor. If a part only of the Preferred Shares represented by any certificate shall be redeemed, a new certificate for the balance shall be issued at the expense of the corporation. From and after the Redemption Date, the holder of each Preferred Share to be redeemed, as aforesaid, shall cease to be entitled to dividends and shall not be entitled

to exercise any of the rights as shareholder in respect thereof unless payment of the redemption price shall not be made upon presentation of certificate(s) in accordance with the foregoing provisions, in which case the rights of the holder shall remain unaffected. The corporation shall have the right at any time after the Redemption Date as aforesaid to deposit the redemption price of the Preferred Shares to be redeemed or of such of the said shares represented by certificates as have not as of the date of such deposit been surrendered by the holder thereof in connection with such redemption to a special account at any chartered bank or any trust company to be paid without interest to or to the order of the holder of such Preferred Shares upon presentation and surrender to such bank or trust company of the certificates representing the same and upon such deposit(s) being made the Preferred Shares in respect whereof such deposit(s) shall have been made shall be deemed to have been redeemed and the right of the holder(s) thereof after such deposit or such Redemption Date, as the case may be, shall be limited to receiving without interest the redemption price so deposited against presentation and surrender of the said certificates held by him. Any interest allowed on any such deposit shall belong to the corporation, provided that with any such deposit the corporation shall forthwith mail to the holder of each such Preferred Share a notice in writing advising of such deposit and specifying the name of the chartered bank or trust company, as the case may be, wherein such special account is for the time being maintained.

Where a part only of the Preferred Shares are to be redeemed, the shares to be redeemed shall be selected either:

- (1) as nearly as may be in proportion to the number of Preferred Shares registered in the name of each shareholder; or
- (2) in such other manner as the board of directors determines with the consent in writing of all of the holders of the Preferred Shares at the time outstanding.

iv) Redemption at the Option of the Holder

Any registered holder of Preferred Shares, may, at his option, upon giving notice as hereinafter provided, require the corporation at any time or times to redeem all or any part of the Preferred Shares held by him, and the corporation shall pay to such holder for each such share which the holder requires to be redeemed, the Redemption Amount, together with all dividends declared thereon and unpaid. In the event that any registered holder of Preferred Shares desires to require the redemption, as aforesaid, of all or any part of the Preferred Shares held by him, such registered holder shall mail by prepaid mail addressed to the corporation at its registered office notice in writing of his intention to require redemption, which notice shall also specify therein the number of Preferred Shares to be so redeemed. On the date 14 days next following the receipt of such notice by the corporation (herein called the "Redemption Date"), the corporation shall pay or cause to be paid to the order of the registered holder of such Preferred Shares the redemption price on presentation and surrender at the registered office of the corporation of the certificates representing the Preferred Shares specified in the notice. For the purpose of this paragraph, the issuance and delivery of a promissory note by the corporation for the aggregate redemption price of the Preferred Shares to be redeemed shall constitute

payment therefor. If a part only of the Preferred Shares represented by any certificate shall be redeemed, a new certificate for the balance shall be issued at the expense of the corporation. From and after the Redemption Date, the holder of the Preferred Shares to be redeemed, as aforesaid, shall cease to be entitled to dividends and shall not be entitled to exercise any of the rights as shareholder in respect thereof unless payment of their redemption price shall not be made upon presentation of certificates in accordance with the foregoing provisions, in which case the rights of the holder shall remain unaffected.

v) Participation in Assets on Dissolution

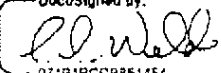
In the event of the liquidation, dissolution or winding-up of the corporation, whether voluntary or involuntary, the holder of each Preferred Share shall be entitled to receive, before any distribution of any part of the assets of the corporation among the holders of any other class of shares, the Redemption Amount per Preferred Share together with any dividends declared thereon and unpaid and no more; provided, however, if the aggregate amount available for distribution to the holders of Preferred Shares is less than the amount otherwise payable to them pursuant to the provisions hereof, then each Preferred Share shall entitle the holder thereof to participate in the amount so available for distribution, pro rata.

ARTICLE 6. REGISTERED AGENT AND OFFICE

The name and address of the Corporation's registered office in the State of Florida is Balch & Bingham LLP, One Independent Drive, Suite 1800, Jacksonville, FL 32202.

These amended and restated articles were adopted by the shareholders on October 2nd, 2020 and the number of votes cast was sufficient for approval.

IN WITNESS WHEREOF, the undersigned has executed these Amended and Restated Articles of Incorporation as of the 2nd day of October 2020.

DocuSigned by:

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Christopher Webb, President