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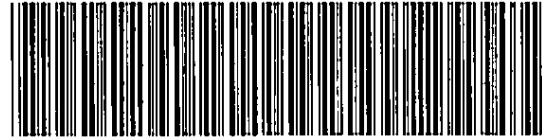
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FL

2/16/21

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COVER LETTER

Department of State
Amendment Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: Florida Entrepreneur Law, P.A.
CORPORATE NAME

Enclosed are an original and one (1) copy of the restated articles of incorporation and a check for:

☒ \$35.00
Filing Fee
☐ \$43.75
Filing Fee
& Certificate of Status

☐ \$43.75
Filing Fee
& Certified Copy
☐ \$52.50
Filing Fee,
Certified Copy
& Certificate of
Status
ADDITIONAL COPY REQUIRED

FROM: Michelle Suarez
Name (Printed or typed)

101 NE 3rd Ave, Suite 1500
Address

Fort Lauderdale, FL 33301
City, State & Zip

(954) 882-4119
Daytime Telephone number

msuarez@FloridaEntrepreneurLaw.com
E-mail address: (to be used for future annual report notification)

NOTE: Please provide the original and one copy of the document.

FILED

ARTICLES OF RESTATEMENT AND AMENDMENT TO ARTICLES OF
INCORPORATION OF FLORIDA ENTREPRENEUR LAW, P.A. PH 4: 04

The Articles of Incorporation ("AOI") for FLORIDA ENTREPRENEUR LAW, P.A., a Florida Professional Association (hereinafter the "corporation") were Restated and Amended by the corporation's board of directors on December 30, 2020. The corporation is filing these Articles of Restatement and Amendment to Articles of Incorporation pursuant to Florida Chapter 607 and 621. The Restated and Amended Articles of Incorporation are set forth and are duly adopted by the majority of shareholder(s) entitled to vote on such amendments, as set forth in Fla. Stat. §§ 607.1001 and 607.1007, and are adopted as follows:

Article I. Name. The name of the corporation is FLORIDA ENTREPRENEUR LAW, P.A.

Article II. Principal place of business. The principal place of business and mailing address of FLORIDA ENTREPRENEUR LAW, P.A. is 101 NE 3rd Ave., Suite 1500 Fort Lauderdale, FL 33301 ("principal place of business").

Article III: The purpose of FLORIDA ENTREPRENEUR LAW, P.A. is any and all lawful business.

Article IV: Amendment. These articles of incorporation and amendment may be amended at any time by the Directors of the corporation subject to unanimous shareholder approval.

Article V:

(a) **The Corporation is authorized to issue 1,000 shares of Common Stock.** The aggregate amount of the total authorized capital stock of this corporation is one thousand (1,000) shares of common stock which shall be all of the same class. Such stock may be issued from time-to-time without action by the stockholders, for such consideration as may be fixed from time-to-time by the board of directors, and shares so issued, the full consideration for which has been paid or delivered, shall be deemed fully paid stock and the holder of such shares shall not be liable for any further payment. Such stock shall be common stock of Voting as set forth in "Attachment A", and incorporated herein.

(b) **Par Value for Authorized Shares.** Authorized Shares shall have a par value of one cent (\$0.01) per share.

(c) **Shareholders Action without a Meeting.** Shareholders may take action without a meeting, without prior notice, and without a vote if the action is taken by the holders of outstanding stock of each voting group entitled to vote thereon having not less than the minimum number of votes with respect to each voting group that would be necessary to authorize or take such action at a meeting at which all voting groups and shares entitled to vote thereon were present and voted. In order to be effective the action must be evidenced by one or more written consents describing the action taken, dated and signed by approving shareholders having the requisite number of votes of each voting group entitled to vote thereon, and delivered to the corporation by delivery to its principal office in this state, its principal place of business, the corporate secretary, or another officer or agent of the

corporation having custody of the book in which proceedings of meetings of shareholders are recorded. No written consent shall be effective to take the corporate action referred to therein unless, within 60 days of the date of the earliest dated consent delivered in the manner required by this section, written consents signed by the number of holders required to take action are delivered to the corporation by delivery as set forth in this section.

- (d) **Treasury Shares.** If the corporation acquires its own shares, such shares belong to the corporation and constitute treasury shares until disposed of or canceled by the corporation.
- (e) **Stock Certificate.** the shares of stock of the CORPORATION must be transferred in accordance with the provisions of this Agreement and that all certificates of stock shall have stamped on their face as follows:

THE SALE, ASSIGNMENT, EXCHANGE, TRANSFER, DEVISE, BEQUEST OR OTHER DISPOSITION OF, OR THE PLEDGE, MORTGAGE, HYPOTHECATION OR ENCUMBRANCE OF, OR THE CREATION OF ANY SECURITY INTEREST IN, THE SHARES REPRESENTED BY THIS CERTIFICATE IS RESTRICTED BY A SHAREHOLDERS AGREEMENT, AS MAY BE AMENDED, A COPY OF WHICH IS ON FILE IN THE OFFICE OF THE CHIEF EXECUTIVE OFFICER OF THE CORPORATION AND MAY BE REVIEWED UPON REQUEST.

THESE SECURITIES HAVE NOT BEEN REGISTERED UNDER THE SECURITIES ACT OF 1933, AS AMENDED (THE "ACT"), OR ANY STATE SECURITIES LAWS, AND MAY NOT BE OFFERED, OFFERED FOR SALE, SOLD, ASSIGNED, TRANSFERRED OR OTHERWISE DISPOSED OF IN THE ABSENCE OF AN EFFECTIVE REGISTRATION STATEMENT UNDER THE ACT OR ANY STATE SECURITIES LAWS OR AN APPLICABLE EXEMPTION FROM SUCH REQUIREMENT.

After the endorsement, the certificates shall be returned to the Shareholders who shall, subject to the terms of this Agreement, be entitled to exercise all rights of ownership of that stock. All certificates of the common stock hereafter issued by the CORPORATION shall bear the same endorsement.

Article VI: Registered Agent. The Registered Agent of FLORIDA ENTREPRENEUR LAW, P.A. is Michelle Suarez, Esq., and the registered agent's office address 101 NE 3rd Ave., Suite 1500 Fort Lauderdale, FL 33301, and she is in compliance with the requirements set forth in Fla. Stat. § 607.0501.

Article VI: The initial Officers and Directors of the Corporation are as follows:

- i. Chief Executive Officer & Director: Michelle K. Suarez
- ii. Chief Operating Officer & Director: Amanda L. Decker

- (a) **Management of the Affairs of the Corporation.** The affairs of the Corporation shall be managed by no less than two Directors and may be increased from time to time, as

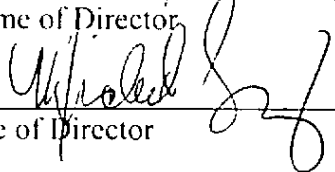
permitted by the Bylaws of the Corporation. The election of Directors shall be done in accordance with the Bylaws. All Directors and Officers of the Corporation shall be protected from personal liability to the fullest extent permitted by Florida law.

Article VII: The effective date of this Amended Articles of Incorporation is the date that this Amendment is submitted to the Secretary of the State of Florida.

THESE DULY ADOPTED AND RESTATED ARTICLES OF INCORPORATION SUPERSEDE THE ORIGINAL ARTICLES OF INCORPORATION AND ALL AMENDMENTS TO THEM AND WERE DULY AUTHORIZED BY A MAJORITY OF SHAREHOLDERS ENTITLED TO VOTE, PURSUANT TO FLA. STAT. § 607.1001 and 1007.

In witness whereof, the undersigned Director of this corporation has executed these articles of restatement and amendment on December 30th, 2020.

Michelle M. Suarez
Print Name of Director


Signature of Director

ATTACHMENT A

One Class of Stock – Voting. The Corporation is authorized to issue one class of common stock, to be known as Class A Voting Common. One thousand (1,000) Shares of stock are authorized for Class A. The Class A shares shall have equal dividend rights and liquidation preferences and shall be entitled to vote on action required or permitted by law to be approved by shareholders.