

P160000075949

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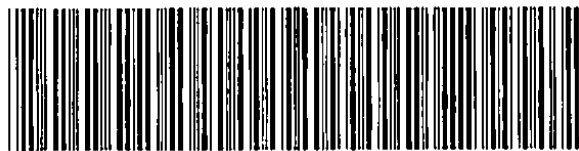
(Business Entity Name)

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2019 OCT 25 PM 2:10

CD

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C. GOLDEN

OCT 28 2019

CC

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

ACCOUNT NO. : I20000000195

REFERENCE : 023099 5174517

AUTHORIZATION : *[Signature]*

COST LIMIT : \$ 35.00

ORDER DATE : October 24, 2019

ORDER TIME : 12:29 PM

ORDER NO. : 023099-005

CUSTOMER NO: 5174517

DOMESTIC AMENDMENT FILING

NAME: DRIVE ON, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kadesha Roberson -- EXT# 62980

EXAMINER'S INITIALS: _____

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
DRIVE ON, INC.**

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1. The name of the Corporation is Drive On, Inc. (the "Corporation").
2. The Corporation was initial formed as a limited liability company and filed its Articles of Organization on April 13, 2016, which were amended on May 31, 2016. The Corporation was converted into a corporation by filing its Certificate of Conversion and Articles of Incorporation (the "Articles") with the Florida Secretary of State on September 12, 2016 under Document Number P16000075949. The Articles were amended by filing Articles of Amendment to the Articles of Incorporation with the Florida Secretary of State on November 14, 2016 under Document Number P16000075949.
3. These Amended and Restated Articles of Incorporation have been duly adopted and approved unanimously by the shareholders and directors of the Corporation by written consents each respectively dated as of October 24, 2019, in accordance with the applicable provisions of the Florida Business Corporation Act. The number of votes cast for the amendment by the shareholder was sufficient for approval.
4. The Corporation's Articles are hereby amended and restated in their entirety as follows:

**ARTICLE I
NAME**

The name of the Corporation is Drive On, Inc. (the "Corporation").

**ARTICLE II
PRINCIPAL ADDRESS AND MAILING ADDRESS**

The address of the principal office and the mailing address of the Corporation is 6600 Taft Street, Suite 200, Hollywood, FL 33024.

**ARTICLE III
PURPOSE**

The purpose for which the Corporation is formed is to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act (the "Act").

**ARTICLE IV
DURATION**

This corporation shall exist perpetually unless dissolved according to law.

**ARTICLE V
CAPITAL STOCK**

This Corporation is authorized to issue 100 common shares, par value \$0.01 per share. The voting powers of this Corporation shall be vested in the common stock above designated.

**ARTICLE VI
NUMBER OF DIRECTORS**

The Board of Directors of the Corporation (the "Board") shall consist of at least one (1) director. The number of directors of the Corporation may be changed at any time in accordance with the Bylaws of the Corporation (the "Bylaws").

**ARTICLE VII
EXERCISE OF CORPORATE POWERS**

All corporate powers shall be exercised by or under authority of, and the business and affairs of the Corporation shall be managed under the direction of the Board.

**ARTICLE VIII
DIRECTORS**

The following persons are hereby appointed to serve as members of the Board until their respective successor is duly appointed and qualified or until their death, resignation or removal, pursuant to the provisions of Section 607.0808, Florida Statutes and the provisions of the Bylaws:

<u>Name of Director</u>	<u>Address</u>
Sobhan Arafat	6600 Taft Street, Suite 200, Hollywood, FL 33024
Emil Budilovsky	6600 Taft Street, Suite 200, Hollywood, FL 33024
Amiram Sharabi	6600 Taft Street, Suite 200, Hollywood, FL 33024

**ARTICLE IX
REGISTERED OFFICE AND AGENT**

The street address of the Corporation's registered office is 1201 Hays Street, Tallahassee, FL 32301, and the name of its registered agent at such address is Corporation Service Company.

**ARTICLE X
INDEMNIFICATION**

A director or officer of the Corporation shall not be personally liable to the Corporation or its shareholders for monetary damages for breach of fiduciary duty as a director or officer, except for liability (i) for any breach of the director's or officer's duty of loyalty to the Corporation or its shareholders; (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; (iii) under Section 607.0834 of the Act as the same exists or hereafter may be amended; (iv) for violation of a criminal law, unless the director or officer had reasonable cause to believe his conduct was lawful or had no reasonable cause to believe his conduct was unlawful; or (v) for any transaction from which the director or officer derived an improper personal benefit.

The Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

[SIGNATURE ON NEXT PAGE]

IN WITNESS WHEREOF, the undersigned has executed these Amended and Restated Articles of Incorporation on October 24, 2019

Drive On, Inc.

By: 

Name: Sophan Arafa

Title: President

Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Corporation Service Company

By: _____

A handwritten signature in black ink, appearing to be 'Lydia Cohen', written over a horizontal line.

(Registered agent's signature)

Lydia Cohen
Asst. Vice President