

Please keep original file date!

Florida Department of State

Division of Corporations

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H20000204843 3)))



H200002048433ABCX

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 617-6380

From:

Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (561) 694-8107
Fax Number : (561) 694-1639

R WHITE
JUL 1 2020

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: _____

**COR AMND/RESTATE/CORRECT OR O/D RESIGN
CHICAGO RETROFIT CORPORATION**

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$43.75

FILED
Jul 01, 2020 08:00 AM
Secretary of State

2020 JUL 1 2:26

850-617-6381

7/9/2020 9:55:35 AM PAGE 1/001 Fax Server



July 9, 2020

FLORIDA DEPARTMENT OF STATE
Division of Corporations

CHICAGO RETROFIT CORPORATION
901 PONCE DE LEON BLVD., STE. 204
CORAL GABLES, FL 33134

SUBJECT: CHICAGO RETROFIT CORPORATION
REF: P16000087779

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The date of adoption of each amendment must be included in the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Terri J Schroeder
Regulatory Specialist III

FAX Aud. #: H20000204843
Letter Number: 920A00013346

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF**

Chicago Retrofit Corporation
A Florida Corporation

**FILED
Jul 01, 2020 08:00 AM
Secretary of State**

Pursuant to the provisions of section 607.1007 of the
Florida Business Corporation Act (the "Act")

Chicago Retrofit Corporation, a corporation organized and existing under and by virtue of the laws of the State of Florida (the "Corporation"), hereby certifies as follows:

1. The Corporation's original Articles of Incorporation were filed with the Secretary of State of the State of Florida on November 1, 2016.

2. These Amended and Restated Articles of Incorporation (the "Articles of Incorporation") of the Corporation restate and integrate and further amend the original Articles of Incorporation of the Corporation heretofore in effect. These Articles of Incorporation have been duly adopted in accordance with the provisions of Sections 607.1007 and 607.0120(1)(e) of the Act and approved by the directors and shareholders of the Corporation.

3. These Amended and Restated Articles of Incorporation were adopted effective July 1, 2020.

4. The Restated Articles of Incorporation so adopted read in full as follows:

FIRST: The name of the corporation is Chicago Retrofit Corporation.

SECOND: The business address of the Corporation as well as the address of the initial registered office of the Corporation in the State of Florida is 901 Ponce de Leon Blvd., Suite 204, Coral Gables, FL 33134. The name of its registered agent at such address is William Albornoz.

THIRD: The nature of the business or purposes to be conducted or promoted by the Corporation is to engage in any lawful act or activity for which corporations may be organized under the laws of the State of Florida.

FOURTH: This Corporation is authorized to issue two classes of shares of common stock to be designated "Class A Common Stock" and "Class B Common Stock". The total number of shares of common stock that this Corporation is authorized to issue is FIVE THOUSAND (5,000). TWENTY FIVE (25) of such shares shall be shares of Class A Common Stock, no par value per share. FOUR THOUSAND NINE HUNDRED SEVENTY FIVE (4,975) of such shares shall be shares of Class B Common Stock, no par value per share. Except as set forth in this Article IV, the Class A Common Stock and the Class B Common Stock shall be identical in all respects and shall have equal rights and privileges.

1. Dividends.

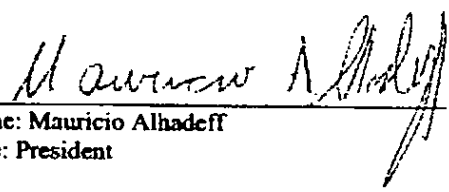
(A) Subject to paragraph (B) of this paragraph (1) of Article IV, whenever a dividend is paid to holders of either Class A Common Stock or Class B Common Stock, the Corporation shall also pay to holders of shares of the other class of Common Stock a dividend equal in amount per share.

(B) If at any time a dividend is to be paid in shares of Class B Common Stock or in shares of Class A Common Stock (a "Stock Dividend"), such Stock Dividend may be declared and paid only as follows: (i) shares of Class B Common Stock may be paid to holders of shares of Class B Common Stock; and (ii) shares of Class A Common Stock may be paid to holders of shares of Class A Common Stock. Whenever a Stock Dividend is paid, the same number of shares of the respective class shall be paid in respect of each outstanding share of Class B Common Stock and Class A Common Stock. The Corporation shall not combine or subdivide shares of either of such classes without at the same time making a proportionate combination or subdivision of shares of the other of such classes.

2. Voting. In any vote of the Shareholders of the Corporation, each share of Class A Common Stock shall carry five thousand (5,000) votes and each share of Class B Common Stock shall carry one (1) vote. Except as set forth below, the affirmative vote or consent of a majority of the votes entitled to be cast thereon at a meeting of shareholders of the Corporation at which a majority of the votes entitled to be cast are represented in person or by proxy shall be an act of the shareholders that is required for the authorization of any action of the shareholders of this Corporation. Notwithstanding anything to the contrary contained in this Agreement, the Corporation shall not engage in any of the following actions without first obtaining unanimous approval of all the shareholders to engage in the following: (i) directly or indirectly, by operation of law or otherwise, merge, consolidate or otherwise combine with, any corporation; (ii) except as provided in the bylaws, liquidate, dissolve or effect a recapitalization or reorganization of the Corporation in any form of transaction; (iii) consummate an initial public offering of the shares of common stock of the Corporation; (iv) issue any shares of the Corporation except as set permitted by Article IV hereto; (v) redeem, repurchase or acquire any shares of the common stock of the Corporation; or (vi) amend the Certificate of Incorporation of the Corporation.

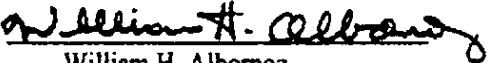
[Signatures on following page(s)]

IN WITNESS WHEREOF, the Corporation has caused this certificate to be signed by its duly authorized officers this 30th day of June, 2020 and further affirms that the facts stated herein are true. The undersigned is aware that the false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

By: 
 Name: Mauricio Alhadeff
 Title: President

Acceptance by Registered Agent

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in these Articles of Incorporation, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.


William H. Albornoz