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#### AMENDED AND RESTATED ARTICLES OF INCORPORATION OF AMTEKH INC.

Andre, Gail

Pursuant to the provisions of Section 607.1007 of the Florida Business Corporation Act, Amtekh Inc., a Florida corporation (the "Corporation"), hereby executes the following Amended and Restated Articles of Incorporation (these "Articles"), as of July 2, 2018, for filing with the Florida Department of State:

## ARTICLE I

The name of the Corporation is Amtekh Inc.

#### ARTICLE II PRINCIPAL OFFICE AND MAILING ADDRESS

The street address of the principal office of the Corporation, and the mailing address of the Corporation, is 1911 Ashland Trail, Oviedo, Florida 32765.

#### <u>ARTIÇLE III</u> **AUTHORIZED SHARES**

- Classes of Common Stock. The Corporation is authorized to issue five million (5,000,000) shares of common stock, with a par value of one cent (\$.01) per share, in the following described classes: (i) three million (3,000,000) Class A shares, (ii) one million (1,000,000) Class B shares, and (iii) one million (1,000,000) Class C shares.
- Voting Rights: The holders of Class A shares and Class C shares shall be entitled to one (1) vote for each share held. The holders of Class B shares will be entitled to one hundred (100) votes for each share held.
- Dividends. Any dividends or other distributions to be made by the Corporation to its shareholders prior to the liquidation, dissolution or winding up of the Corporation shall be made to the Corporation's shareholders pro rata on a per share basis without any preference to the holders of any class of shares.
- No Liquidation Preference. Upon any liquidation, dissolution or winding up of the Corporation (either voluntary or involuntary), the assets of the Corporation available for distribution to its shareholders shall be distributed to the Corporation's shareholders pro rata on a per share basis without any preference to the holders of any class of shares.

## ARTICLE IV REGISTERED OFFICE AND REGISTERED AGENT.

The street address of the Corporation's registered office in the State of Florida is 215 N. Eola Drive, Orlando, Florida 32801, and the name of the Corporation's registered agent at such office is James J. Hoctor.

#### ARTICLE V DIRECTORS

The Corporation shall at all times have at least one director. The number of directors may be increased or decreased from time to time by amendment of these Articles, by amendment of the Corporation's bylaws, or by action of the Corporation's board of directors or shareholders.

#### ARTICLE VI RESTRICTIONS ON TRANSFERABILITY

In addition to restrictions on the sale and transfer of shares of the Corporation's common stock imposed by federal and state securities laws, no shares or other securities of the Corporation may be sold, transferred, pledged or hypothecated without the express written consent of the Corporation, which consent shall not be unreasonably withheld. The sale of any shares to an existing shareholder or third party is also subject to a right of first refusal in favor of the Corporation to purchase such shares on the same terms and conditions offered to a shareholder who wishes to sell any shares of the Corporation. The procedures relating to the duties and responsibilities of the Corporation and such shareholder with respect to the right of first refusal shall be determined by the Corporation's board of directors and set forth in the Corporation's bylaws.

#### ARTICLE VII INDEMNIFICATION

The Corporation shall indemnify its officers, directors, employees and agents, and advance expenses to such persons, to the fullest extent permitted by the Florida Business Corporation Act, as the same may be amended or replaced.

## ARTICLE VIII AMENDMENT

These Articles may only be amended or restated with the approval of shareholders of the Corporation holding a majority of the votes entitled to be east on the amendment or restatement.

IN WITNESS WHEREOF, these Amended and Restated Articles of Incorporation have been executed on behalf of the Corporation by its President as of the date first written above.

AMTEKH INC., a Florible corporation

Зу:\_\_\_\_

Abanob Farag, President

# CERTIFICATE OF THE PRESIDENT OF AMTEKH INC.

Pursuant to the provisions of Section 607.1007(4) of the Florida Business Corporation Act, the undersigned, in his capacity as the President of Amtekh Inc., a Florida corporation (the "Corporation"), hereby certifies that the number of votes cast by the shareholders of the Corporation for approval of the foregoing Amended and Restated Articles of Incorporation of the Corporation was sufficient for approval thereof.

Abanob Farag, President

#### ACCEPTANCE OF REGISTERED AGENT

Andre, Gail

The undersigned, having been named to accept service of process for the above-stated corporation at the place designated in these articles of incorporation, hereby agrees to act in this capacity, and is familiar with, and accepts, the obligations of this position.

James J. Hoctor