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Amended
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**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
SUNSHINE SUPPLEMENTS, INC.**

Pursuant to the provisions of Section 607.1007 of the Florida Business Corporation Act, Sunshine Supplements, Inc., a Florida corporation (the "Corporation"), hereby executes the following Amended and Restated Articles of Incorporation (these "Articles"), as of May 23, 2018, for filing with the Florida Department of State:

**ARTICLE I
NAME**

The name of the Corporation is Sunshine Supplements, Inc.

**ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS**

The street address of the principal office of the Corporation is 120 East Marks Street, Suite 250, Orlando, Florida 32803, and the mailing address of the Corporation is 914 East Jefferson Street, #2369, Orlando, Florida 32802.

**ARTICLE III
PURPOSES**

The Corporation was formed for the purposes of marketing, distributing and selling certain proprietary vitamin supplement products. The Corporation may also engage in any other lawful business or activities determined to be appropriate by the Corporation's board of directors. The Corporation may exercise all powers relating to any such business and activities that may be legally exercised by corporations under the Act and the laws of the United States of America and may engage in any and all activities that are necessary, advisable, incidental, customary, convenient, or related in any way to any of the foregoing described purposes.

**ARTICLE IV
REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the Corporation's registered office in the State of Florida is 120 East Marks Street, Suite 250, Orlando, Florida 32803, and the name of the Corporation's registered agent at such office is John Mansour.

**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.

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ARTICLE VI
AUTHORIZED SHARES

1. Classes of Common Stock. The Corporation is authorized to issue ten million (10,000,000) shares of common stock, with a par value of one cent (\$.01) per share, in the following described classes: (i) eight million (8,000,000) Class A shares, (ii) one million (1,000,000) Class B shares, and (iii) one million (1,000,000) Class C shares.

2. 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.

3. 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.

4. 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 VII
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 VIII
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 IX
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 cast 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.

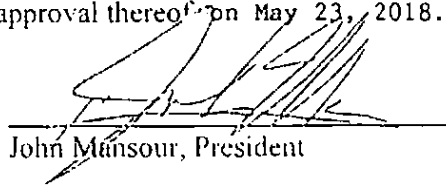
SUNSHINE SUPPLEMENTS, INC.
a Florida corporation

By: 

John Mansour, President

**CERTIFICATE
OF THE PRESIDENT
OF
SUNSHINE SUPPLEMENTS, 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 Sunshine Supplements, 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 on May 23, 2018.



John Mansour, President