

PI9 0000 17078

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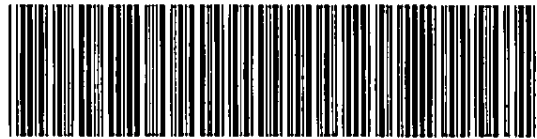
(Business Entity Name)

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2019 MAR 27 AM 6:12  
FALLASSEE TX

APR 06 2019  
C. McNair

**COVER LETTER**

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: PRIVACEUM INC.

DOCUMENT NUMBER: P19000017078

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

KEVIN L. MILLER

(Name of Contact Person)

PRIVACEUM, INC.

(Firm/ Company)

5745 SW 75th ST #296

(Address)

GAINESVILLE, FL 32609

(City/ State and Zip Code)

KLMILLER@PRIVACEUM.COM

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

KEVIN L. MILLER

302

317-2499

at

(Name of Contact Person)

(Area Code)

(Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

- |   |  |   |  |
|---|--|---|--|
| <input checked="" type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certified Copy<br>(Additional copy is<br>enclosed) | <input type="checkbox"/> \$52.50 Filing Fee<br>Certificate of Status<br>Certified Copy<br>(Additional Copy is<br>Enclosed) |
|---|--|---|--|

**Mailing Address**

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

**Street Address**

Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**AMENDED AND RESTATED**  
**ARTICLES OF INCORPORATION**  
**OF**  
**PRIVACEUM INC.**  
**A FLORIDA CORPORATION**

2019 MAR 27 AM 8:54  
CLERK OF DISTRICT COURT  
JULIA A. S. F. 1193

Pursuant to Section 607.1007 of the Florida Business Corporation Act of the State of Florida, the undersigned, being Directors of Privaceum, Inc. (hereinafter the "Corporation"), a Florida corporation, and desiring to amend and restate its Articles of Incorporation, does hereby certify:

FIRST: Articles of Incorporation of the Corporation were filed with the Secretary of State of Florida on February 19, 2019, Document No. P19000017078.

SECOND: The Corporation has not yet issued shares, therefore the Amended and Restated Articles of Incorporation were adopted unanimously by the Directors of the Corporation, in accordance with 607.1005 and 607.1007(4)(a), on March 20, 2019.

THIRD: The text of the Articles of Incorporation are hereby amended and restated as herein set forth in full and shall supersede the original Articles of Incorporation.

**ARTICLES**

**I.**

The name of this corporation is Privaceum Inc.

**II.**

The registered office of the corporation in the State of Florida shall be 5745 SW 75<sup>th</sup> St. #296, City of Gainesville, County of Alachua, and the name of the registered agent of the corporation in the State of Florida at such address is Kevin L. Miller.

**III.**

The purpose of this corporation is to engage in any lawful act or activity for which a corporation may be organized under the Florida Business Corporation Act.

**IV.**

This corporation is authorized to issue only one class of stock, to be designated Common Stock. The total number of shares of Common Stock presently authorized is 10,000,000, each having a par value of \$0.0001.

## V.

**A.** The management of the business and the conduct of the affairs of the corporation shall be vested in its Board of Directors. The number of directors which shall constitute the whole Board of Directors shall be fixed by the Board of Directors in the manner provided in the Bylaws.

**B.** Directors shall be elected at each annual meeting of shareholders to hold office until the next annual meeting. Each director shall hold office either until the expiration of the term for which elected or appointed and until a successor has been elected and qualified, or until such director's death, resignation or removal. No decrease in the number of directors constituting the Board of Directors shall shorten the term of any incumbent director.

**C.** No person entitled to vote at an election for directors may cumulate votes to which such person is entitled unless required by applicable law at the time of such election. During such time or times that applicable law requires cumulative voting, every shareholder entitled to vote at an election for directors may cumulate such shareholder's votes and give one candidate a number of votes equal to the number of directors to be elected multiplied by the number of votes to which such shareholder's shares are otherwise entitled, or distribute the shareholder's votes on the same principle among as many candidates as such shareholder desires. No shareholder, however, shall be entitled to so cumulate such shareholder's votes unless (A) the names of such candidate or candidates have been placed in nomination prior to the voting and (B) the shareholder has given notice at the meeting, prior to the voting, of such shareholder's intention to cumulate such shareholder's votes. If any shareholder has given proper notice to cumulate votes, all shareholders may cumulate their votes for any candidates who have been properly placed in nomination. Under cumulative voting, the candidates receiving the highest number of votes, up to the number of directors to be elected, are elected.

**D.** Subject to any limitations imposed by applicable law, the Board of Directors or any director may be removed from office at any time, with or without cause, by the affirmative vote of the holders of a majority of the voting power of all then-outstanding shares of capital stock of the corporation entitled to vote generally at an election of directors.

**E.** The Board of Directors is expressly empowered to adopt, amend or repeal the Bylaws of the corporation. The shareholders shall also have power to adopt, amend or repeal the Bylaws of the corporation; provided, however, that, in addition to any vote of the holders of any class or series of stock of the corporation required by law or by these Articles of Incorporation, such action by shareholders shall require the affirmative vote of the holders of at least a majority of the voting power of all of the then-outstanding shares of the capital stock of the corporation entitled to vote generally in the election of directors, voting together as a single class.

**F.** Unless and except to the extent that the bylaws of the corporation shall so require, the election of directors of the corporation need not be by written ballot.

## VI.

**A.** The liability of the directors for monetary damages for breach of fiduciary duty as a director shall be eliminated to the fullest extent under applicable law.

**B.** To the fullest extent permitted by applicable law, the corporation is authorized to provide indemnification of (and advancement of expenses to) directors, officers and agents of the corporation (and any other persons to which applicable law permits the Company to provide indemnification) through

Bylaw provisions, agreements with such agents or other persons, vote of shareholders or disinterested directors or otherwise in excess of the indemnification and advancement otherwise permitted by such applicable law. If applicable law is amended after approval by the shareholders of this Article VI to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director to the corporation shall be eliminated or limited to the fullest extent permitted by applicable law as so amended.

C. Any repeal or modification of this Article VI shall only be prospective and shall not affect the rights or protections or increase the liability of any officer or director under this Article VI in effect at the time of the alleged occurrence of any act or omission to act giving rise to liability or indemnification.

## **VII.**

The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon the shareholders herein are granted subject to this reservation.

## **VIII.**

The name and the mailing address of the Director(s) are as follows:

Director:

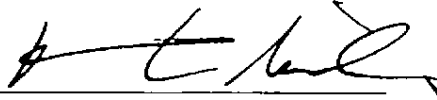
Kevin L. Miller  
5745 SW 75th St. #296  
Gainesville, Florida 32608

Director:

Victoria J. Miller  
5745 SW 75th St. #296  
Gainesville, Florida 32608

*[Remainder of this page intentionally left blank]*

These Articles have been subscribed as of 3/20/2019 by the undersigned who affirms that the statements made herein are true and correct.

A handwritten signature in black ink, appearing to read 'Kevin L. Miller', written over a horizontal line.

KEVIN L. MILLER  
Director

A handwritten signature in black ink, appearing to read 'Victoria J. Miller', written over a horizontal line.

VICTORIA J. MILLER  
Director