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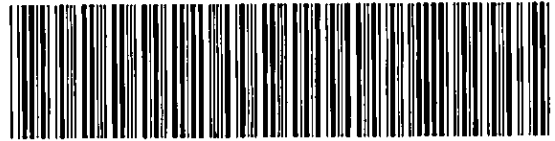
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Amended & Restated  
Articles

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2023 MAR 10 PM 2:03

2023 MAR 10 AM 8:57

ALLAHASSI, LLC

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

A. RAMSEY  
MAR 13 2023

# Sunshine State Corporate Compliance Company

3458 Lakeshore Drive Tallahassee, Florida 32312

(850) 656-4724

DATE 3/10/2023

**\*\*WALK IN\*\***

ENTITY NAME NIRVANA WATER SCIENCES CORP.

DOCUMENT NUMBER \_\_\_\_\_

**\*\*PLEASE FILE THE ATTACHED AND RETURN\*\***

XXXXX

*Plain Copy*

*Certified Copy*

*Certificate of Status*

**\*\*PLEASE OBTAIN THE FOLLOWING FOR THE ABOVE ENTITY\*\***

*Certified Copy of Arts & Amendments*

*Certified Copy of Arts & Amendments Complete File (Including Annual Reports)*

*Certificate of Status*

*Certificate of Status Reflecting:* \_\_\_\_\_

**\*\*APOSTILLE / NOTARIAL CERTIFICATION\*\***

COUNTRY OF DESTINATION \_\_\_\_\_

NUMBER OF CERTIFICATES REQUESTED \_\_\_\_\_

TOTAL OWED \$ 43.75

ACCOUNT # I20140000108

United Corporate

Services, Inc.

Please call Tina at the above number for any issues or concerns. Thank you so much!

*Keith Heppard*

FILED

**AMENDED AND RESTATED ARTICLES OF INCORPORATION  
NIRVANA WATER SCIENCES CORP.**

2023 MAR 10 AM 8:57

SECRETARY OF STATE  
CORPORATION ACT FLORIDA

Pursuant to the provisions of Sections 607.1007 of the Florida Business Corporation Act (the "**FBCA**"), Nirvana Water Sciences Corp., a Florida corporation (the "**Corporation**") adopts these Amended and Restated Articles of Incorporation of the Corporation (the "**Amended and Restated Articles of Incorporation**") and in connection therewith states:

(A) The date of filing of the Corporation's original Articles of Incorporation with the Secretary of State of the State of Florida was September 12, 2019, which original Articles of Incorporation were amended by the filing of an Amended Articles of Incorporation of the Corporation with the Secretary of State of the State of Florida on December 12, 2019 and thereafter on January 22, 2020 (collectively, the "**Amended Articles of Incorporation**").

(B) These Amended and Restated Articles of Incorporation amend, restate and supersede in their entirety the Amended Articles of Incorporation and consolidate all amendments into a single document.

(C) These Amended and Restated Articles of Incorporation were (i) duly adopted by the Board of Directors of the Corporation pursuant to a Unanimous Written Consent to Action in Lieu of a Special Meeting of the Board of Directors of the Corporation on February 27, 2023, and (ii) approved by holders of a majority of the outstanding shares of capital stock of the Corporation, being the only class of capital stock of the Corporation entitled to vote pursuant to a Written Consent to Action in Lieu of a Special Meeting of the Shareholders of the Corporation on February 28, 2023.

(D) The text of the Amended Articles of Incorporation is hereby amended and restated to read in its entirety as follows:

**ARTICLE I**

The name of this Corporation is Nirvana Water Sciences Corp.

**ARTICLE II**

The address of the Corporation's registered office in the State of Florida is 9200 South Dadeland Blvd., Suite 508, Miami, Florida 33150 and the name of the registered agent of the Corporation in the State of Florida at such address is United Corporate Services, Inc.

**ARTICLE III**

The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act, as the same exists or may hereafter be amended (the "**FBCA**"). The Corporation shall have the right to change such registered office and such registered agent from time to time, as provided by law.

#### **ARTICLE IV**

The total number of shares that the Corporation shall have the authority to issue is two hundred million (200,000,000) shares of capital stock, of which one hundred million (100,000,000) shall be shares of common stock, \$0.0001 par value per share ("**Common Stock**"), and one hundred million (100,000,000) shall be shares of preferred stock, \$0.0001 par value per share ("**Preferred Stock**").

(1) Common Stock may be issued by the Corporation from time to time for such consideration as may be determined from time to time by the Board of Directors subject to, and in accordance with the full discretion conferred upon the Board of Directors by, the FBCA. Any and all shares for which the consideration so determined shall have been paid or delivered shall be deemed fully paid shares and shall not be liable for any further call or assessment thereon, and the holders of such shares shall not be liable for any further payments in respect of such shares.

(2) Each share of Common Stock shall have one vote, and the exclusive voting power for all purposes shall be vested in the holders of Common Stock, unless Preferred Stock with voting rights is created pursuant to Article IV, Section 6 below.

(3) No holder of Common Stock as such shall have any preemptive right to subscribe for or acquire: (a) unissued or treasury shares of the Corporation of any class or series, (b) securities of the Corporation convertible into or carrying a right to acquire or subscribe to shares of any class or series, or (c) any other obligations, warrants, rights to subscribe to shares, or other securities of the Corporation of any class or series, in each case whether now or hereafter authorized.

(4) Subject to the provisions of the FBCA, dividends may be paid on the Common Stock (and any Preferred Stock authorized pursuant to Article IV, Section 6 below which has the right to receive dividends), at such times and in such amounts as the Board of Directors may deem advisable.

(5) In the event of any liquidation, dissolution, or winding up of the Corporation, whether voluntary or involuntary, the holders of Common Stock shall be entitled, after payment or provision for payment of the debts and other liabilities of the Corporation, to the remaining net assets of the Corporation, subject to any rights of the Preferred Stock to receive a portion of such net assets if Preferred Stock is subsequently authorized under Article IV, Section 6 below.

(6) The Board of Directors is hereby expressly authorized, without the additional vote of the shareholders holding any class or series of capital stock, to provide, out of the authorized, but unissued, shares of Preferred Stock, for one or more series of Preferred Stock and, with respect to each such series, to fix the number of shares constituting such series and the designation of such series, the voting powers, if any, of the shares of such series, conversion rights, if any, and the preferences and relative, participating, optional, or other special rights thereof, if any, and any qualifications, limitations, or restrictions thereof, of the shares of such series, all of which may be set forth in resolutions adopted by the Board of Directors and either a Certificate of Amendment to these Amended and Restated Articles of Incorporation or a Certificate of Designation filed with the Florida Department of State, Division of Corporations. The powers, preferences, and relative, participating, optional, and other special rights of each series of Preferred Stock, and the qualifications, limitations, or restrictions thereof, if any, may differ from those of any and all other

series at any time outstanding.

#### **ARTICLE V**

The following provisions are inserted for the regulation and conduct of the affairs of the Corporation, but it is expressly provided that the same are intended to be and shall be construed to be in furtherance and not in limitation or exclusion of the powers conferred by the FBCA:

(1) Subject always to such Bylaws as may be adopted from time to time by the shareholders, the Board of Directors is expressly authorized to adopt, alter, amend and repeal the Bylaws of the Corporation, but any Bylaw provision adopted by the Board of Directors may be altered, amended or repealed by the shareholders. The Bylaws or any particular Bylaw provision may fix a greater quorum or voting requirement for shareholders (or voting groups of shareholders) than is required by the FBCA.

(2) Directors need not be shareholders. The Bylaws may prescribe the number of directors, but not less than two; may provide for the increase or reduction thereof, but not less than two; and may prescribe the number necessary to constitute a quorum, which number may be less than a majority of the whole Board of Directors, but not less than the number required by the FBCA.

#### **ARTICLE VI**

(1) A director of the Corporation shall not be personally liable for monetary damages to the Corporation, its shareholders, or any other person or entity for any statement, vote, decision, or failure to act regarding corporate management or policy, to the fullest extent permitted by the FBCA.

(2) (a) Each person (and the heirs, executors or administrators of such person) who was or is a party or is threatened to be made a party to, or is involved in, any threatened, pending, or completed action, suit, or proceeding, whether civil, criminal, administrative, or investigative, whether formal or informal and whether or not such action, suit, or proceeding is brought by or in the right of the Corporation, by reason of the fact that such person is or was a director, officer, employee, or agent of the Corporation or is or was serving at the request of the Corporation as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise, shall be indemnified and held harmless by the Corporation to the fullest extent permitted by the FBCA. The right to indemnification conferred in this Article VI shall also include the right to be paid by the Corporation for the expenses incurred in connection with any such proceeding in advance of its final disposition to the fullest extent permitted by the FBCA.

(b) The Corporation may, by action of its Board of Directors, provide indemnification to such of the directors, officers, employees, and agents of the Corporation to such extent and to such effect as the Board of Directors shall determine to be appropriate and permitted by the FBCA.

(3) The Corporation shall have the power to purchase and maintain insurance on behalf of any person who is or was a director, officer, employee, or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise, against any liability asserted against such person and incurred by such person in any such capacity or arising out of such person's status as

such, whether or not the Corporation would have the power to indemnify such person against such liability under the FBCA.

(4) The rights and authority conferred in this Article VI shall not be exclusive of any other right which any person may otherwise have or hereafter acquire.

(5) Neither the amendment nor repeal of this Article VI, nor the adoption of any provision of these Amended and Restated Articles of Incorporation or the Bylaws of the Corporation (each as amended or amended and restated from time to time), nor, to the fullest extent permitted by the FBCA, any modification of law, shall eliminate or reduce the effect of this Article VI in respect of any acts or omissions occurring prior to such amendment, repeal, adoption, or modification.

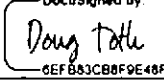
#### **ARTICLE VII**

The Corporation reserves the right to amend, alter, change, or repeal any provision contained in these Amended and Restated Articles of Incorporation in the manner now or hereafter provided in or under the FBCA and any and all rights and powers conferred herein upon the shareholders, directors, and officers, or any of them, if any, are granted subject to this reservation.

This amendment and restatement of the Articles of Incorporation of the Corporation supersedes and replaces in its entirety the original Articles of Incorporation of the Corporation and all amendments to and/or restatements of the Articles of Incorporation of the Corporation.

**IN WITNESS HEREOF**, these Amended and Restated Articles of Incorporation have been executed by a duly authorized officer of the Corporation on March 6, 2023.

NIRVANA WATER SCIENCES CORP.

By:    
Douglas Toth, President