

P23000066134

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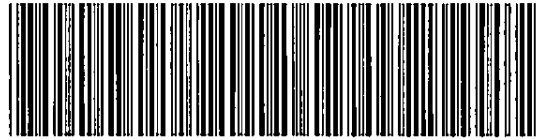
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Sunshine State Corporate Compliance Company

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DATE 04/22/2024

****WALK IN****

ENTITY NAME Sync Telehealth Inc

DOCUMENT NUMBER _____

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

XXXXXXXXXX

Plain Copy

Certified Copy

Certificate of Status

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

Certified Copy of Arts & Amendments

Certificate of Good Standing

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

COUNTRY OF DESTINATION _____

NUMBER OF CERTIFICATES REQUESTED _____

TOTAL OWED \$35

ACCOUNT #: 120160000072

Σ R JH

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

**AMENDED AND RESTATED ARTICLES
OF INCORPORATION OF
SYNC TELEHEALTH INC.**

The undersigned, for the purpose of amending the Articles of Incorporation for this Florida corporation, in compliance with Chapter 607, Florida Statutes, hereby adopts the following Amended and Restated Articles of Incorporation:

ARTICLE I – NAME

The name of this professional corporation is SYNC TELEHEALTH INC. (hereinafter called the "Corporation"). The Articles of Incorporation were filed on September 12, 2023, and assigned Florida Document Number P23000066134.

ARTICLE II – ADDRESSES

The principal office of the Corporation is located at:

4122 NW 128TH TERRACE
GAINESVILLE, FLORIDA 32606

The mailing address of the Corporation is:

4122 NW 128TH TERRACE
GAINESVILLE, FLORIDA 32606

ARTICLE III – PURPOSE

The Corporation is authorized to engage in an activity or business permitted under the laws of the United States of America and the State of Florida.

ARTICLE IV – SHARES

The corporation is authorized to issue 1,000 shares of common stock.

ARTICLE V – REGISTERED AGENT

The name and the Florida street address of the initial registered agent of the Corporation are:

REGISTERED AGENTS INC.
7901 4TH STREET N, SUITE 300
ST. PETERSBURG, FL 33702

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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 hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 607 of the Florida Statutes.

David Roberts David Roberts, Assistant Secretary

[REGISTERED AGENT'S SIGNATURE]

ARTICLE VI – EFFECTIVE DATE

The effective date and time of these Amended and Restated Articles of Incorporation shall be the date and time that these Articles are filed with the Florida Department of State, Division of Corporations.

ARTICLE VII – DURATION

The Corporation is formed for an indefinite duration.

ARTICLE VIII – MANAGEMENT

The affairs of the Corporation shall be managed by a Board of Directors and managed on a day-to-day basis by officers elected in accordance with the Bylaws of the Corporation. The officers of the Corporation shall consist of a President, Vice President, Secretary and Treasurer. Such other officers and assistant officers and agents as may be deemed necessary may be elected or appointed by the Board of Directors from time to time. Each officer shall serve for a term of one (1) year, beginning the 1st day of the month immediately following his or her election in accordance with the Bylaws of the Corporation. Officers may be re-elected to serve subsequent terms.

ARTICLE IX – OFFICERS AND/OR DIRECTORS

The initial officer(s) and/or director(s) of the Corporation are:

Title:

Name and Address:

President

STEFAN MANN
4122 NW 128TH TERRACE
GAINESVILLE, FL, US 32606

Vice President

ADAM MANN
200 NE 2ND AVE, APT. 207
DELRAY BEACH, FL, US 33444

Secretary

ANGELA MANN
20114 NORTH KEY DR.
BOCA RATON, FL, US 33498

Treasurer

LARRY MANN
20114 NORTH KEY DR.
BOCA RATON, FL, US 33498

ARTICLE X – INDEMNIFICATION

A. The Corporation shall indemnify to the fullest extent permitted by law any person made or threatened to be made a party to an action or proceeding, whether criminal, civil, administrative, or investigative, by reason of the fact that such person, the person's testator or administrator is or was an officer or director of the Corporation or any predecessor of the Corporation, or serves or served at any other enterprise as an officer or director at the request of the Corporation or any predecessor to the Corporation.

B. Neither any amendment nor repeal of this Article X nor the adoption of any provision of the Corporation's Shareholder Agreement or Bylaws inconsistent with this Article X, shall eliminate or reduce the effect of this Article X in respect of any matter occurring, or any action or proceeding accruing or arising or that, but for this Article X, would accrue or arise, prior to such amendment, repeal, or adoption of an inconsistent provision.

ARTICLE XI – ADOPTION AND AMENDMENT

This Amended and Restated Articles of Amendment were adopted by the Shareholders. The number of votes cast by the Shareholders was sufficient for approval.

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

IN WITNESS WHEREOF, these Amended and Restated Articles of Incorporation have been subscribed this 14th day of February, 2024, by the undersigned who affirms that the statements made hereto are true and correct. I am aware that the false information submitted in a document to the Department of State constitutes a third degree felony as provided for in § 817.155, Florida Statutes.

DocuSigned by:

Stefan Mann

5F01BC81AD9E4FD...
[Signature of Authorized Representative]
Stefan Mann, M.D.

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TALLAHASSEE, FLORIDA