

12/22/2020

Division of Corporations

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

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To:

Division of Corporations
Fax Number : (850)617-6380

From:

Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
Phone : (614)280-3338
Fax Number : (954)208-0845

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: _____

**COR AMND/RESTATE/CORRECT OR O/D RESIGN
CPS GRAPHICS, INC.**

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$43.75

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2020 DEC 22 AM 9:10

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RESTATED ARTICLES OF INCORPORATION

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

ARTICLE I NAME

The name of the corporation is: CPSGraphics, Inc.

ARTICLE II RESTATED ARTICLES

The text of the Restated Articles is as follows:

FIRST: The name of the corporation is CPS Graphics, Inc. (the "Corporation").

SECOND: The address of the Corporation's registered office in the State of Florida is 100 W. Cypress Creek Road, Suite 550, Ft. Lauderdale, FL, 33309. The name of the Corporation's registered agent is Rafael Cardona.

THIRD: 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.

FOURTH: The total number of shares of capital stock which the Corporation shall have authority to issue is 100 shares of common stock, \$.01 par value per share.

FIFTH: The principal office and mailing address of the Corporation is 100 W. Cypress Creek Road, Suite 550, Ft. Lauderdale, FL, 33309.

SIXTH: The Board of Directors of the Corporation is expressly authorized and empowered to adopt, amend or repeal the by-laws of the Corporation, without any action on the part of the stockholders of the Corporation, but the stockholders of the Corporation may make additional by-laws and may amend or repeal any by-laws whether adopted by them or otherwise.

SEVENTH: The personal liability of the directors of the Corporation is hereby eliminated to the fullest extent permitted by the Florida Business Corporation Act, as the same may be amended and supplemented.

EIGHTH: The Corporation shall, to the fullest extent permitted the Florida Business Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said section from and against any and all of the expenses, liabilities, or other matters referred to in or covered by said section, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any by-law, agreement, vote of stockholders or disinterested directors or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee, or agent and shall inure to the benefit of the heirs, executors, and administrators of such a person.

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CLERK OF DISTRICT COURT
FLORIDA
SOUTHERN DISTRICT

ARTICLE III OFFICERS AND/OR DIRECTORS (optional)**Add as Officers:**

<u>Name</u>	<u>Office</u>
Rafael Cardozo	Chief Executive Officer
Stephen Rosen	Chief Technology Officer and Chief Operating Officer
Scott Quintal	Chief Revenue Officer
Andrew Wilkins	President, Secretary
Whit Williams	Vice President, Assistant Secretary, Treasurer
Ashish Shetty	Vice President, Assistant Treasurer

Add as Directors:

Andrew Wilkins
Whit Williams
Ashish Shetty
Bryan Bevin
Jeff Hiscox
Rafael Cardozo
Stephen Rosen
Scott Quintal

Remove as Officers:

<u>Name</u>	<u>Office</u>
Carolina Cardozo	Secretary

Remove as Directors:

Carolina Cordozo

Address for all Officers/Directors:

100 W. Cypress Creek Road, Suite 550
Ft. Lauderdale, FL, 33309

ARTICLE IV AMENDED REGISTERED AGENT (OPTIONAL)

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

Name: _____

Address: _____

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

Required Signature/Registered Agent

Date

ARTICLE VI ARTICLE CONSOLIDATION

These restated articles of incorporation consolidate all amendments into a single document;

ARTICLE VII REQUIRED ADOPTION INFORMATION

Check if applicable:

- ☐ The amendment(s) is/are being filed pursuant to s. 607.0120(11)F, F.S.

The date of each amendment(s) adoption is: _____
if other than the date this document is signed.

Adoption of Amendment(s) (CHECK ONE)

- ☐ The amendment(s) was/were adopted by the incorporators, or board of director without shareholder action and shareholder action was not required.
- ☒ The amendment(s) was/were adopted by the shareholders. Then number of votes cast for the amendment(s) by the shareholder was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting group. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s).*
- “The number of votes cast for the amendment was/were sufficient for approval by

(voting group)

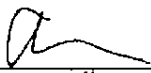
ARTICLE VIII EFFECTIVE DATE:

Effective date, if other than the date of filing: _____, (OPTIONAL)

(If an effective date is listed, the date must be specific and cannot be more than 90 days after the filing.)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

I submit this document and affirm that the facts stated herein are true. 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 s.817.155, F.S.

Dated: December 22, 2020Signature: 

(By a director, president or other officer – if directors or officers have not been selected, by an incorporator – if in the hands of a receiver, trustee or other court appointed fiduciary by that fiduciary)

Ashish Shetty

(Typed or printed name of person signing)

Vice President, Assistant Treasurer

(Title of person signing)