

P 980000872

Florida Department of State
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**COR AMND/RESTATE/CORRECT OR O/D RESIGN
FLORIDA GENERAL AGENCY, INC.**

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

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**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
FLORIDA GENERAL AGENCY, INC.
(A Florida Corporation)**

Pursuant to the provisions of Section 607.1007 of the Florida Business Corporation Act, the undersigned hereby adopts the following Amended and Restated Articles of Incorporation:

1. The name of the corporation is **FLORIDA GENERAL AGENCY, INC.** (the "Corporation"). The date of filing the original Articles of Incorporation with the Secretary of State was October 12, 1998. The document number assigned to the Corporation by the Florida Department of State is No.: P98000087247.

2. The Amended and Restated Articles of Incorporation were unanimously adopted and approved by all of the members of the Board of Directors and the sole Shareholder of the Corporation on January 1, 2020 in accordance with Sections 607.1003, 607.1006, and 607.1007 of the Florida Business Corporation Act.

3. The Articles of Incorporation are hereby amended and restated in their entirety as follows:

ARTICLE I

Name of Corporation

The name of the Corporation is **FLORIDA GENERAL AGENCY, INC.**

ARTICLE II

Address of Corporation

The principal place of business and mailing address of the Corporation is:

15280 N.W. 79th Court
Suite 103
Miami Lakes, Florida 33016

ARTICLE III

Purpose

The Corporation is organized and authorized to engage in any lawful act or activity for which a corporation organized under the Florida Business Corporation Act may engage.

ARTICLE IV

Duration

The Corporation shall exist perpetually unless dissolved according to law.

ARTICLE V
Capital Stock

A. Authorized Capital Stock. This Corporation is authorized to issue two classes of stock to be designated, respectively, "Voting Common Stock" and "Non-Voting Preferred Stock." The total number of shares which the Corporation is authorized to issue is 10,000 shares, 8,500 shares of which shall be Voting Common Stock and 1,500 shares of which shall be Non-Voting Common Stock. The Voting Common Stock shall have a par value of \$.001 per share and the Voting Common Stock shall have a par value of \$.001 per share. All or any part of the said capital stock may be paid for in cash, in property, or in labor or services at a fair valuation to be fixed by the shareholders, or the Board of Directors.

B. Voting Common Stock. The Voting Common Stock shall be the only shares of the Corporation's capital stock to vote on the election of directors, the sale of the Corporation or its assets and any other matters typically vested in the shareholders of a Florida corporation to authorize, consent to or vote on, and any of such actions, authorization or approvals by the Voting Common Stock shall be by the affirmative vote of the holders of a majority of the Voting Common Stock of the Corporation outstanding.

C. Non-Voting Common Stock. The Non-Voting Common Stock shall have no voting rights, however, in all other respects the Non-Voting Common Stock shall be treated paripassu and identical with the Voting Common Stock, including but not limited to the payment of dividends and distributions in the event of a voluntary or involuntary liquidation or dissolution of the Corporation.

ARTICLE VI
Registered Agent and Office Address

The street address of the Corporation's registered office is 801 US Highway 1, North Palm Beach, Florida 334081. The name of the Corporation's registered agent at that office is Corporate Creations Network Inc.

ARTICLE VII
Indemnification

This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent now or hereafter permitted by applicable law.

[Signature page follows]

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IN WITNESS WHEREOF, the undersigned duly authorized representative of the Corporation executed these Amended and Restated Articles of Incorporation this 1st day of January, 2020.



By: _____

Name: Fernando Espinosa, Jr.

Title: President

**CERTIFICATE OF ACCEPTANCE BY
REGISTERED AGENT**

Pursuant to the provisions of Section 607.0501 of the Florida Business Corporation Act, the undersigned submits the following statement in accepting the designation as registered agent and registered office of FLORIDA GENERAL AGENCY, INC. a Florida corporation (the "Corporation"), in the Corporation's Second Amended and Restated Articles of Incorporation:

Having been named as registered agent and to accept service of process for the Corporation at the registered office designated in the Corporation's Amended and Restated Articles of Incorporation, the undersigned accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and the undersigned is familiar with and accepts the obligations of its position as registered agent.

IN WITNESS WHEREOF, the undersigned has executed this Certificate as of August 7, 2020.

Corporate Creations Network Inc.,
Registered Agent

By: /s/ Caitlin Lazarus

Name: Caitlin Lazarus

Title: Special Secretary