

P990000038052

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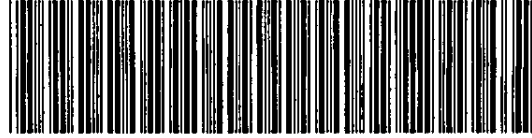
(Business Entity Name)

(Document Number)

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Amended &
Restated

03/28/16--01039--033 **113.75

FILED
16 MAY -11 PM 12:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MAY 05 2016

A RAMSEY

#00789, 00551, 00579, 00671

ROBERT A. STERMER

ATTORNEY AT LAW
7480 SW HIGHWAY 200
OCALA, FLORIDA 34476

TELEPHONE: (352) 861-0447

E-MAIL: svl@atlantic.net

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May 2, 2016

Via UPS Next Day Air

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

Re: Tire Shield, Inc.
Document Number: P99000038052

Dear Sir or Madam:

I am in receipt of your correspondence dated April 5, 2016, in which you returned the Amended Articles of Incorporation of Tire Shield, Inc., unfiled, for corrections. The corrections have now been made. Therefore, enclosed please find the Amended and Restated Articles of Incorporation, along with the required certificate, and a copy of your letter. You have retained our check in the amount of \$113.75, which represents the fees to file the Articles and the Designation and Acceptance of the Registered Agent and the fees for obtaining six (6) Certified Copies of the Articles and three (3) Certificates of Status. I have enclosed six (6) additional copies of the Articles.

Should you have any question in regard to the foregoing, please do not hesitate to contact me. I remain,

Very truly yours,



Robert A. Stermer

RAS/cr
Enclosures

ROBERT A. STERMER

ATTORNEY AT LAW
7480 SW HIGHWAY 200
OCALA, FLORIDA 34476
E-MAIL: sv1@atlantic.net

TELEPHONE: (352) 861-0447

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March 25, 2016

Via UPS Next Day Air

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

Re: Tire Shield, Inc.
Document Number: P99000038052

Dear Sir or Madam:

Attached please find Amended Articles of Incorporation of Tire Shield, Inc., along with a check made payable to the Florida Department of State in the amount of \$113.75, which represents the fees to file the Articles and the Designation and Acceptance of the Registered Agent and the fees for obtaining six (6) Certified Copies of the Articles and three (3) Certificates of Status. I have enclosed six (6) additional copies of the Articles.

Should you have any question in regard to the foregoing, please do not hesitate to contact me. I remain,

Very truly yours,



Robert A. Stermer

RAS/cr
Enclosures



FLORIDA DEPARTMENT OF STATE
Division of Corporations

April 5, 2016

Robert A. Stermer, Esq.
7480 SW Highway 200
Ocala, FL 34476

SUBJECT: TIRE SHIELD, INC.
Ref. Number: P99000038052

We have received your document for TIRE SHIELD, INC. and your check(s) totaling \$113.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please entitle your document Amended and Restated Articles of Incorporation.

A certificate must accompany the Restated Articles of Incorporation setting forth either of the following statements: (1) The restatement was adopted by the board of directors and does not contain any amendment requiring shareholder approval. OR (2) If the restatement contains an amendment requiring shareholder approval, the date of adoption of the amendment and a statement setting forth the following: (a) the number of votes cast for the amendment by the shareholders was sufficient for approval (b) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Annette Ramsey
Regulatory Specialist II

Letter Number: 116A00006932

AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
TIRE SHIELD, INC.

FILED
16 MAY -6 PM 12:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

Name: The name of this corporation is Tire Shield, Inc. The Address of the corporation is 155 Supreme Court, St. Augustine, Florida 32086.

ARTICLE II

Business and Activities. This corporation may, and is organized and authorized to engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

Capital Stock. The maximum number of shares of common stock that this corporation is authorized to have outstanding at any one time is 100,000 shares of common stock having a par value \$1.00 per share, with the consideration to be paid for each share to be in money, property or services, as may be fixed by the Board of Directors. Mark Otto is the sole owner of all shares of the corporation.

ARTICLE IV

Term of Existence. This corporation shall have a perpetual existence.

ARTICLE V

Initial Registered Office and Agent. The street address of the initial registered office of this corporation is 7480 SW Hwy. 200, Ocala, FL 34476, and the name of the initial registered agent of this corporation at that address is Robert A. Stermer.

ARTICLE VI

Preemptive Rights. Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII

Number of Directors. The Board of Directors of this corporation shall consist of one or more directors, the exact number of which shall be the number of directors from time to time fixed by the Board of Directors or the stockholders in accordance with the Bylaws of the corporation. Directors, as such, shall receive such compensation for their services, if any, as may be set by the Board of Directors at an annual or special meeting. The directors may authorize and require the payment of the reasonable expenses incurred by directors in attending meetings of the directors. Nothing in this Article shall be construed to preclude a director from serving the corporation in any other capacity and receiving compensation therefor.

ARTICLE VIII

Initial Board of Directors. The name and street address of each member of this corporation's first Board of Directors are as follows:

Mark N. Otto	155 Supreme Court St. Augustine, Florida 32086
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ARTICLE IX

Subscriber. The name and street address of the subscriber to these Articles of Incorporation is as follows:

Mark N. Otto	155 Supreme Court St. Augustine, Florida 32086
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ARTICLE X

Lost or Destroyed Certificates Stock certificates to replace lost or destroyed certificates shall be issued on such basis and according to such procedures as are from time to time provided for in the Bylaws of this corporation.

ARTICLE XI


Amendment. These Articles of Incorporation may be amended as provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock issued and entitled to be voted, unless all of the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XII

The Corporation shall indemnify, or advance reasonable expenses to, to the fullest extent authorized or permitted by the Florida General Corporation Act, any person made, or threatened

to be made, a party to any action, suit or proceeding by reason of the fact that he (i) is or was a director of the Corporation; (ii) is or was serving at the request of the Corporation as a director of another corporation; (iii) is or was an officer of the Corporation, provided that he is or was at the time a director of the corporation; or (iv) is or was serving at the request of the Corporation as an officer of another corporation, provided that he is or was at the time a director of the Corporation or a director of such other corporation, serving at the request of the Corporation. Unless otherwise expressly prohibited by the Florida General Corporation Act, and except as otherwise provided in the foregoing sentence, the Board of Directors of the Corporation shall have the sole and exclusive discretion, on such terms and conditions as it shall determine, to indemnify, or advance expenses to, any person made, or threatened to be made, a party to any action, suit, or proceeding by reason of the, fact that he is or was an officer, employee or agent of the Corporation, or is or was serving at the request of the Corporation as an officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise. No person falling within the purview of the foregoing sentence may apply for indemnification or advancement of expenses to any court of competent jurisdiction.


IN WITNESS WHEREOF, the undersigned does set their hands and seals and has acknowledged and filed the foregoing Amended Articles of Incorporation under the laws of the State of Florida this 15 day of March, 2016.

 (SEAL)
Mark N. Otto

STATE OF NEVADA
COUNTY OF Clark

The foregoing instrument was acknowledged before me on the 15 day of March, 2016, by Mark N. Otto, (M.O) who is personally known to me or (X) has produced License I.D. as identification and who did/did not take an oath.




Notary Public
Name of Notary Public: Basim Nawaz
Commission Number: 5/22/19

CERTIFICATE OF ACCEPTANCE OF REGISTERED AGENT

Having been designated as the Registered Agent for Tire Shield, Inc., I hereby accept the designation and agree to act as the Registered Agent of said corporation. I am familiar with and understand the obligations of this position.

Dated March 25, 2016


Robert A. Sterner

CERTIFICATE

This amendment was adopted by the shareholders on April 21, 2016. The number of votes cast for the amendment by the shareholders was sufficient for approval.

TIRE SHIELD, INC.

By: Mark N. Otto
Mark N. Otto
Chairman and Chief Executive Officer