

S21970

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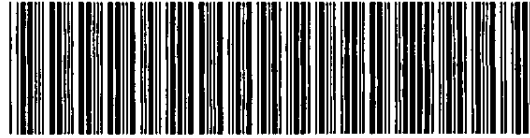
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15 SEP -3 PM. 3:39

SECRETARY OF STATE
HALLAMASSEE, FLORIDA

[Handwritten signature]

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FLORIDA DEPARTMENT OF STATE
Division of Corporations

August 26, 2015

RICHARD G. TORRA
BANKERS FINANCIAL CORPORATION
11101 ROOSEVELT BLVD N
ST. PETERSBURG, FL 33716 US

SUBJECT: DECISIONHR, INC.
Ref. Number: S21970

We have received your document for DECISIONHR, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please file the document as either Articles of Amendment or Restated Articles of Incorporation pursuant to applicable Florida Statutes.

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.

Tina D Cannon
Regulatory Specialist II

Letter Number: 015A00018056

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: DecisionHR, Inc.

DOCUMENT NUMBER: S21970

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

TORRA, RICHARD G

(Name of Contact Person)

Bankers Financial Corporation

(Firm/ Company)

11101 ROOSEVELT BLVD N

(Address)

ST. PETERSBURG, FL 33716

(City/ State and Zip Code)

For further information concerning this matter, please call:

TORRA, RICHARD G

(Name of Contact Person)

at (727) 823-4000

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☒ \$35 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☐ \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

☐ \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy
is enclosed)

Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

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

AMENDED AND RESTATED
ARTICLES OF INCORPORATION

of

DECISIONHR, INC.

ARTICLE I

Name

The name of the corporation shall be: DecisionHR, Inc.

ARTICLE II

Purpose

This corporation may 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 stock that this corporation is authorized to have outstanding at any time is 1 share of common stock at One and 00/100 (\$1.00) Dollars per share par value.

ARTICLE IV

Duration

This corporation is to exist perpetually.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V

Principal Office and Registered Agent

1. The principal place of business/mailling address is 11101 Roosevelt Blvd N, St Petersburg, FL 33716.
2. The name and street address of the initial registered agent of the corporation in the State of Florida is: Richard Torra at 11101 Roosevelt Blvd N, St Petersburg, FL 33716.
3. The Board of Directors may, from time to time, appoint a substitute registered agent and move the registered office or the principal office, or both, to any other address in the State of Florida.

Indemnification

The corporation shall indemnify all directors, officers, general counsel, or associate general counsel of this Corporation or any of its subsidiaries whether or not then in office, who are or become a party, or are threatened to be made a party, to any threatened, pending or completed action, suit or proceedings, whether civil, criminal, administrative or investigative by reason of the fact that such person is or was a director, officer, general counsel or associate general counsel or is or was serving at the request of the corporation a director, officer, general counsel or associate general counsel against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by such person in connection with such action, suit or proceeding, including any appeal thereof; provided, however, that there shall be no indemnification against gross negligence or willful misconduct.

ARTICLE VI

By-Laws

1. The power to alter, amend or repeal the By-Laws or adopt new By-Laws shall be vested in the Board of Directors, subject to repeal or change by action of the shareholders.

ARTICLE VII

Amendment

The right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, is reserved to the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

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.

Dated this 24th day of JUNE, 2015.

A handwritten signature in black ink, appearing to read 'Richard Torra', written over a horizontal line.

Richard Torra, Registered Agent

The date of each amendment(s) adoption: 24 July 2015

Effective date if applicable: _____
(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(CHECK ONE)**

- ☐ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. *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(s) was/were sufficient for approval by
_____"
(voting group)

- ☒ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.



Signature _____

(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)

Richard G. Torra

(Typed or printed name of person signing)

Secretary

(Title of person signing)

FILING FEE: \$35