

P25000006487

(Requestor's Name)

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☐ PICK-UP

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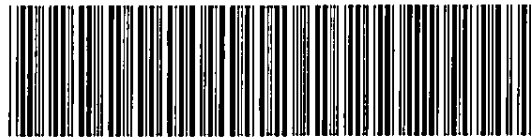
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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2025 FEB 13 AM 11:56
TALLAHASSEE, FLORIDA

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Sunshine State Corporate Compliance Company

3458 Lakeshore Drive Tallahassee, Florida 32312

(850) 656-4724

DATE 02/13/2025

****WALK IN****

ENTITY NAME VALR Experience, Inc.

DOCUMENT NUMBER _____

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

XXXXXX

Plain Copy

Certified Copy

Certificate of Status

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

Certified Copy of Arts & Amendments

Certified Copy of Arts & Amendments Complete File (Including Annual Reports)

Certificate of Status

Certificate of Status Reflecting: _____

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

COUNTRY OF DESTINATION _____

NUMBER OF CERTIFICATES REQUESTED _____

TOTAL OWED \$ 43.75

ACCOUNT # 120160000072

mic JH

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

**AMENDED AND RESTATED ARTICLES OF INCORPORATION OF
VALR EXPERIENCE, INC.**

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2025 FEB 13 AM 11:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 607.1007 of the Business Corporation Act of the State of Florida, the undersigned, being the sole Director and the sole shareholder of VALR Experience, Inc. (hereinafter the "Corporation"), a Florida corporation, and desiring to amend and restate its Articles of Incorporation, do hereby certify:

FIRST: The Articles of Incorporation of the Corporation were filed with the Secretary of State of Florida on February 5th, 2025. Document No. P25000006487.

SECOND: The foregoing amendments were adopted on February 4th, 2025, by the sole Director and the holders of all of the stock of the Corporation pursuant to sections 607.0821 and 607.0704 of the Florida Business Corporation Act. Therefore, the number of votes cast for the amendment to the Corporation's Articles of Incorporation was sufficient for approval.

THIRD: The text of Articles of Incorporation is hereby amended and restated as set forth in full and shall supersede the Articles of Incorporation.

**ARTICLE I
NAME**

The name of the Corporation is VALR Experience, Inc. formerly known as Paramount & Co, prior to its domestication into the State of Florida, from the State of New York.

**ARTICLE II
PURPOSE**

The Corporation may transact any and all lawful business for which corporations may be organized under the Florida Business Corporation Act as it now exists or may hereafter be amended or supplemented.

**ARTICLE III
DURATION**

The term of existence of the Corporation is perpetual.

**ARTICLE IV
PRINCIPLE OFFICE AND MAILING ADDRESS**

The principle office and mailing address of the Corporation is: 12070 NW 40th Street, Suite 2, Coral Springs, Florida 33065.

ARTICLE V CAPITAL STOCK

The maximum number of shares that this Corporation shall be authorized to issue and have outstanding at any one time shall be Sixty Million (60,000,000) shares, of which

- (i) Fifty Million (50,000,000) shares shall be designated Common Stock, \$0.0001 par value per share. Each issued and outstanding share of Common Stock shall be entitled to vote on each matter submitted to a vote at a meeting of the shareholders. All of the shares of Common Stock shall have the same powers, rights, preferences, qualifications and restrictions, except as set forth herein and in the Bylaws (and in any shareholder agreement among the holders of the Common Stock). The holders of Non-Voting Stock will not have any voting rights (except as may otherwise from time to time be required by law). The holders of Convertible Stock will also not have any voting rights (except as may otherwise from time to time be required by law) (unless and until conversion). The holders of Voting Stock shall have and possess exclusive voting power and rights for the election of directors and for all other purposes, with each share of Voting Stock being entitled to one (1) vote. The Convertible Stock shall be convertible into Voting Stock, as specified in the Bylaws of the Corporation and any shareholders agreement among the holders of the Common Stock.
- (ii) Ten Million (10,000,000) shares shall be designated Preferred Stock. The Board of Directors of the Corporation, by resolution or resolutions, at any time and from time to time, shall be authorized to divided and establish any or all of the unissued shares of Preferred Stock into one or more series and, without limiting the generality of the foregoing, to fix and determine the designation of each such share, the number of shares which shall constitute such series and certain preferences, limitations and relative rights of the shares of each series so established, \$0.0001 par value per share, and 10,000,000 shares of blank check preferred stock, \$0.0001 par value. Series of preferred stock may be created and issued from time to time, with such designations, preferences, conversion rights, cumulative, relative, participating, optional, or other rights, including voting rights, qualifications, limitations, or restrictions thereof as shall be stated and expressed in the resolution or resolutions providing for the creation and issuance of such series of preferred stock as adopted by the Board of Directors pursuant to the authority in this paragraph given.

ARTICLE VI REGISTERED OFFICE AND AGENT

The street address of the Corporation's registered office is: 12070 NW 40th Street, Suite 2, Coral Springs, Florida 33065.

The name of the Corporation's registered agent at that office is: Daniel King.

ARTICLE VII AFFILIATED TRANSACTIONS

The Corporation expressly elects not to be governed by Section 607.0901 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.

**ARTICLE VIII
CONTROL SHARE ACQUISITIONS**

The Corporation expressly elects not to be governed by Section 607.0902 of the Florida Business Corporation Act, as amended from time to time, relating to control share acquisitions

**ARTICLE IX
INITIAL DIRECTORS**

All corporate powers of the Corporation shall be exercised by or under the authority of, and the business and affairs of the Corporation shall be managed under the direction of, the Board of Directors, each of whose members shall have the qualifications, if any, set forth in the Bylaws, and who need not be residents of the State of Florida. The Corporation shall initially have one director. The number of directors may be either increased or decreased from time to time as provided in the Bylaws of the Corporation, but shall never be less than one (1).

The name and address of the initial Director and President is Daniel King, at 12070 NW 40th Street, Suite 2, Coral Springs, Florida 33065.

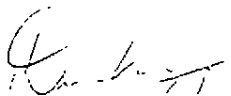
**ARTICLE X
INDEMNIFICATION**

The Corporation shall indemnify any present or future officer or director, or person exercising powers and duties of an officer or a director, to the full extent now or hereafter provided by law.

[Remainder of Page Intentionally Left Blank. Signature Appears on the Following Page]

IN WITNESS WHEREOF, the undersigned has executed these Amended and Restated Articles of Incorporation this 13th day of February, 2025.

VALR EXPERIENCE, INC.

By: 
Daniel King
President & Director

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