

181217

Florida Department of State
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DON ASHER AND ASSOCIATES INC

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
DON ASHER AND ASSOCIATES INC**

[Florida Document Number: 181217]

Pursuant to the provisions of Section 607.1006, Florida Statutes, this **Florida Profit Corporation** adopts the following amendment(s) to its Articles of Incorporation:

This amendment is submitted to amend the following [check all that apply]:

- ☒ Amending name. The new name of this Corporation is:

DON ASHER & ASSOCIATES, INC.

(The new name must be distinguishable and contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co." A professional corporation name must contain the word "chartered," "professional association," or the abbreviation "P.A.")

- ☒ Amending Other Information:

(Be specific; attach additional sheets if necessary. If an amendment provides for an exchange, reclassification, or cancellation of issued shares, state the provisions for implementing the amendment)

The Articles of Incorporation are amended and restated in their entirety to read as follows:

**ARTICLE I
NAME**

The name of the corporation is **DON ASHER & ASSOCIATES, INC.**

**ARTICLE II
SHARES**

1. Authorized Stock. The capital stock authorized, the par value thereof, and the class of such stock shall be as follows:

<u>Number of Shares Authorized</u>	<u>Par Value</u>	<u>Class of Stock</u>
1,000	\$0.01	Class A Voting Common
99,000	\$0.01	Class B Non-Voting Common

The consideration for all of the above stock shall be payable in cash, cancellation of debt, property (real or personal), labor or services in lieu of cash; at a just valuation to be fixed by the Board of Directors of the Corporation.

(((H16000295383 3)))

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2. Voting Rights. The Class A Voting Common Stock shall possess and exercise exclusive voting rights and, at all meetings of the shareholders, each record holder of such Class A Voting Common Stock shall be entitled to one vote for each share held. Shareholders holding Common Stock shall have no cumulative voting rights in any election of directors of the Corporation. Class B Non-Voting Common Stock shall possess no voting rights other than as required by law.

3. No Preemptive Rights. No shareholder of the Corporation shall have the right, upon the sale for cash or otherwise, of any new stock of the Corporation, of the same or any other kind, class or series as that which he already holds, to purchase his pro rata or any other share of such stock at the same price at which it is offered to others or any other price.

ARTICLE III PRINCIPAL OFFICE

The address of the Principal Office of the corporation is as follows:

1801 Cook Avenue
Orlando, FL 32806

The location of the Principal Office shall be subject to change as may be provided in bylaws duly adopted by the Corporation.

ARTICLE IV MAILING ADDRESS

The mailing address of the corporation is as follows:

1801 Cook Avenue
Orlando, FL 32806

ARTICLE V BOARD OF DIRECTORS AND OFFICERS

The number of Directors constituting the Board of Directors of the corporation is one (1). The number of Directors may be increased or decreased from time to time as provided in the bylaws of the Corporation, but in no event shall the number of Directors be less than one (1). The names and addresses of the current Directors and officers are as follows:

**SHUFFIELDLOWMAN**

ATTORNEYS AND ADVISORS

SHUFFIELD, LOWMAN & WILSON, P.A.

GATEWAY CENTER
1000 LEGION PLACE, SUITE 1700
ORLANDO, FL 32801TEL: 407-581-9800
FAX: 407-581-9801
SHUFFIELDLOWMAN.COM**FAX COVER SHEET**

THIS IS A CONFIDENTIAL COMMUNICATION INTENDED SOLELY FOR THE INDIVIDUAL NAMED BELOW.

DATE	12/5/2016
TO	Irene Albrighton
FAX NUMBER	850-245-6897
RE	Don Asher & Associates, Inc.
SENDER	Samaria Spaight
MATTER	01311-0003
PAGES	3

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Donald L. Asher
1801 Cook Avenue
Orlando, FL 32806

Director and President

Steven Dean Asher
1801 Cook Avenue
Orlando, FL 32806

Vice President, Treasurer and Secretary

ARTICLE VI INDEMNIFICATION

To the fullest extent permitted by law, the corporation shall indemnify any person made or threatened to be made a party to any action or proceeding, whether criminal, civil, administrative or investigative, by reason of the fact that he or she is or was a director, officer, employee or agent of the corporation or any predecessor to the corporation or serves or served at any other enterprise as a director, officer, employee or agent at the request of the corporation or any predecessor to the corporation.

Neither any amendment or repeal of any this ARTICLE VI, nor the adoption of any provision inconsistent with this ARTICLE VI, shall eliminate or reduce the effect of this ARTICLE VI, in respect of any matter occurring, or any action or proceeding accruing or arising or that, but for this ARTICLE VI, would accrue or arise, prior to such amendment, repeal or adoption of an inconsistent provision.

Adoption of Amendment(s):

The Amendment(s) was/were adopted by:

☒ the shareholders. The number of votes cast for the amendment by the shareholders was sufficient for approval.

☐ the board of directors without shareholder action. Shareholder action was not required.

☐ the incorporators without shareholder action. Shareholder action was not required.

The date of adoption for each amendment: December 1, 2016

Effective date if different than the date of filing: _____
(Cannot be prior to date of filing or, if delayed, more than 90 days after amendment file date)

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Dated: December 1, 2016.

Donald L. Asher, Jr

(Signature)

Donald L. Asher

(Typed or printed name of person signing)

President

(Title of person signing)