

203076

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

(Document Number)

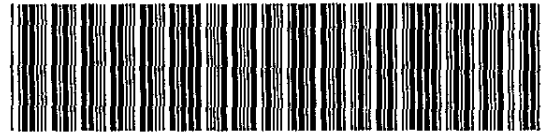
Certified Copies



Certificates of Status

Special Instructions to Filing Officer:

Office Use Only



400043697614

FILED
05 JAN 25 PM 12:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01/25/05--01028--007 **43.75

Amended & Restated

T BROWN JAN 31 2005

STOKES McMILLAN & MARACINI P.A.

ATTORNEYS AT LAW
SUITE 1750 • ONE SOUTHEAST THIRD AVENUE
MIAMI, FLORIDA 33131

JUAN C. ANTÚNEZ
LL.M. IN ESTATE PLANNING

MICHELE A. MARACINI
LL.M. IN ESTATE PLANNING

JANE W. MCMILLAN
LL.M. IN TAXATION
BOARD CERTIFIED IN TAXATION

PAUL M. STOKES
BOARD CERTIFIED IN WILLS, TRUSTS AND ESTATES

TELEPHONE (305) 379-4008
FACSIMILE (305) 379-4848
E-MAIL info@smpalaw.com

WRITER'S DIRECT E-MAIL:
JYoung@smpalaw.com

January 24, 2005

Via Fedex
Trk No. 7921 8828 1272

Florida Department of State
Registration Section
Division of Corporations
409E Gaines Street
Tallahassee, FL 32399

Re: H. W. Rucks & Son Dairy

Dear Sir or Madam:

Enclosed are the original and one copy of the Amended and Restated Articles of Incorporation for the above-referenced corporation. Also enclosed is our firm check made payable to the Division of Corporations in the amount of \$43.75 for the following:

Filing Fee for Amended and Restated Articles of Incorporation	\$35.00
Certified Copy of Amended <u>and Restated Articles of Incorporation</u>	\$ 8.75
Total	\$43.75

Please file the original document with your office. Please return the certified copy of the Amended and Restated Articles of Incorporation to us in the self-addressed, stamped envelope also enclosed.

January 24, 2005
Page 2

If you have any questions, please contact me at 305-379-4008
or by e-mail at JYoung@smpalaw.com.

Sincerely,


Judith C. Young
Legal Assistant

Enclosures

cc: Mrs. Robin Sims (w/o enclosures)

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF**

H. W. RUCKS & SON DAIRY INC

FILED
05 JAN 25 PM 12:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H. W. Rucks & Son Dairy Inc (the "Corporation"), a corporation organized and existing under and by virtue of the Florida Business Corporation Act (the "Act"), does hereby certify, in accordance with Section 607.1007 of the Act, that:

1. The original Articles of Incorporation of the Corporation were filed with the Secretary of State of the State of Florida on June 4, 1957, and were amended on October 9, 1984;

2. The Amended and Restated Articles of Incorporation set forth herein have been duly approved by unanimous written consent dated December 31, 2004 of all of the members of the Board of Directors and all the Shareholders of the Corporation in accordance with Sections 607.0821 and 607.0704 of the Act and the number of votes cast were sufficient for approval; and

3. The Amended and Restated Articles of Incorporation set forth herein supersede the Corporation's original Articles of Incorporation and all amendments to them.

ARTICLE I

NAME; PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

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

H. W. Rucks & Son Dairy Inc
2220 S.W. 21st Street
P.O. Box 95
Okeechobee, Florida 34974-5714

ARTICLE II

NATURE OF BUSINESS

The purpose for which the Corporation is organized is to engage in or transact any and all lawful activities or business for which a corporation may be incorporated under the laws of the State of Florida. The Corporation shall have all of the corporate powers enumerated in the Act.

ARTICLE III

AUTHORIZED SHARES

The maximum number of shares of stock that the Corporation is authorized to create and issue is ten thousand (10,000) shares of common capital stock having a par value of One Dollar (\$1.00) per share. Each share shall confer upon its holder one vote and identical rights to receive distributions and to receive liquidation proceeds.

Shares may be issued only for a consideration having value, in the judgment of the Board of Directors of this Corporation, at least equivalent to the full par value of the stock to be issued. All shares issued shall be fully paid and non-assessable.

ARTICLE IV

TERM OF EXISTENCE

The Corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE V

REGISTERED AGENT AND OFFICE

The name and street address of the registered agent of the Corporation is:

Keith Steven Rucks
2220 S.W. 21st Street
Okeechobee, Florida 34974

ARTICLE VI

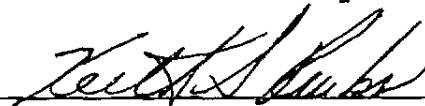
BOARD OF DIRECTORS

The 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, a Board of Directors, which shall have three (3) directors. The number of directors may be increased or decreased by the shareholders from time to time as provided in the Bylaws of the Corporation.

IN WITNESS WHEREOF, for the purposes of Amending and Restating the Articles of Incorporation of the Corporation under the laws of the State of Florida, the undersigned has executed these Amended and Restated Articles of Incorporation, this 31st day of December, 2004.

H. W. Rucks & Son Dairy Inc

By:


Signature

Keith S. Rucks
Print Name

President
Title