

317162

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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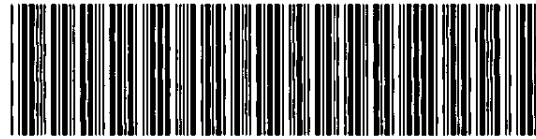
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*Amended &
Restated*

01/12/09--01003--026 **52.50

Articles

RECEIVED
09 JAN 12 PM 1:12
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
2009 JAN 12 PM 3:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PR

1/12/09

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Funeral Services, Inc.

DOCUMENT NUMBER: 317162

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

Please return all correspondence concerning this matter to the following:

E. Murray Moore, Jr.
(Name of Contact Person)

Pennington, Moore, Wilkinson, Bell & Dunbar, P.A.
(Firm/ Company)

P.O. Box 10095
(Address)

Tallahassee, FL 32302-2095
(City/ State and Zip Code)

For further information concerning this matter, please call:

E. Murray Moore, Jr. at (850) 222-3533
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

- | | | | |
|--|---|--|---|
| <input type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee & Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed) | <input checked="" type="checkbox"/> \$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
FUNERAL SERVICES, INC.**

FILED

2009 JAN 12 PM 3:01

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

The undersigned hereby makes, subscribes, acknowledges, and files this certificate for the purpose of becoming a corporation for profit under the laws of the State of Florida:

ARTICLE I

Name

The name of this Corporation shall be FUNERAL SERVICES, INC.

ARTICLE II

Address

The street address of the principal office of this Corporation shall be 1200 Thomasville Road, Tallahassee, Florida 32303. The mailing address shall be P.O. Box 13407, Tallahassee, Florida 32317.

ARTICLE III

Capital Stock

The authorized capital stock of this Corporation shall consist of eighty thousand (80,000) shares of voting common stock. The Directors may prescribe a method for the issuance, recall and cancellation of stock certificates. If the Corporation purchases shares of stock from stockholders, each share shall be redeemed for a sum established by the Directors as set forth in the Bylaws.

ARTICLE IV

Preemptive Rights

Holders of the capital stock of the Corporation shall not have the preemptive right to purchase any new shares of stock or securities, or rights to acquire stock or securities of the Corporation.

ARTICLE V

Registered Agent and Office

The registered agent of this Corporation shall be William H. Williams, Jr. The address of the registered office shall be 1200 Thomasville Road, Tallahassee, Florida 32303.

ARTICLE VI
Incorporator

The name and address of the Incorporator for the purpose of filing these Amended and Restated Articles of Incorporation is: William Williams, 1200 Thomasville Road, Tallahassee, Florida 32303.

ARTICLE VII
Term

The Corporation shall have perpetual existence unless terminated sooner in accordance with the laws of the State of Florida.

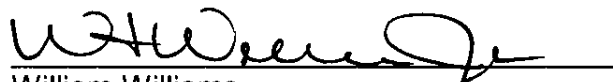
ARTICLE VIII
Purpose

The purposes of this Corporation shall be to conduct any lawful business activity in accordance with applicable law.

ARTICLE IX
Indemnification

Every person who now is or hereafter shall be a Director or Officer of the Corporation shall be indemnified by the Corporation to the fullest extent now or hereafter permitted by Florida law.

IN WITNESS WHEREOF, I, the undersigned Incorporator (for purposes of filing these Amended and Restated Articles of Incorporation), hereby set my hand and seal this 19th day of November, 2008, for the purpose of forming this Corporation under the laws of the State of Florida, and I hereby make and file in the Office of the Secretary of the State in the State of Florida the Certificates of Incorporation and certify that the facts herein stated are true.



William Williams
Incorporator

**Articles of Amendment
to
Articles of Incorporation
of**

Funeral Services, Inc.

(Name of Corporation as currently filed with the Florida Dept. of State)

317162

(Document Number of Corporation (if known))

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

A. If amending name, enter the new name of the corporation:

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

B. Enter new principal office address, if applicable:
*(Principal office address **MUST BE A STREET ADDRESS**)*

C. Enter new mailing address, if applicable:
*(Mailing address **MAY BE A POST OFFICE BOX**)*

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent: _____

New Registered Office Address: _____ *(Florida street address)*

_____, Florida
(City) (Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Signature of New Registered Agent, if changing

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove

_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove

_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove

E. If amending or adding additional Articles, enter change(s) here:

(attach additional sheets, if necessary). (Be specific)

Attached are the Restated Articles of Incorporation

F. If an amendment provides for an exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself:

(if not applicable, indicate N/A)

The date of each amendment(s) adoption: November 19, 2008

Effective date if applicable: November 19, 2008
(no more than 90 days after amendment file date)

Adoption of Amendment(s) (CHECK ONE)


- The amendment(s) was/were adopted 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.

Dated 1/7/09

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)

William H. Williams
(Typed or printed name of person signing)

President
(Title of person signing)