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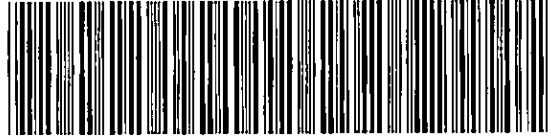
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TALLAHASSEE, FL 32301  
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Date: **November 14, 2018**

Account#: I20000000088

Name: **KEN HOWELL**

Reference #: **1012942**

Entity Name: **ESTUARY INVESTMENT CORP.**

☐ Articles of Incorporation/Authorization to Transact Business

☒ Amendment

☐ Change of Agent

☐ Reinstatement

☐ Conversion

☐ Merger

☐ Dissolution/Withdrawal

☐ Fictitious Name

☒ Other **\*\* CERTIFIED COPY UPON FILING \*\***

**ISSUES? CALL  
KEN:  
518-213-0738**

Authorized Amount: **\$43.75**

Signature: \_\_\_\_\_



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**KEN:**

**518-213-0738**

Authorized Amount: **\$43.75**

Signature: \_\_\_\_\_

**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
ESTUARY INVESTMENT CORP.**

Estuary Investment Corp. (the "**Corporation**"), a corporation organized and existing under and by virtue of the Florida Business Corporation Act (the "**Act**"), does hereby certify that:

1. The original Articles of Incorporation of the Corporation were filed with the Secretary of State of the State of Florida on January 14, 1970.
2. The Amended and Restated Articles of Incorporation set forth herein have been duly adopted by unanimous written consent of the Board of Directors of the Corporation, dated November 14, 2018, and by written consent of the sole shareholder of the Corporation, dated November 14, 2018, in accordance with Sections 607.1003, 607.1006 and 607.1007 of the Act and the number of votes cast was sufficient for approval.
3. The Articles of Incorporation of the Corporation are hereby amended and restated in their entirety as follows:

**ARTICLE I – NAME**

The name of this corporation is Estuary Investment Corp.

**ARTICLE II – PURPOSE AND POWERS**

The purpose for which the Corporation is formed is to engage in and transact any and all lawful activities or business for which corporations 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 – DURATION**

This Corporation shall exist perpetually unless dissolved according to law.

**ARTICLE IV – PRINCIPAL ADDRESS AND MAILING ADDRESS**

The address of the principal office and the mailing address of the office of the Corporation is 5800 Lakewood Ranch Blvd., Sarasota, Florida 34240.

**ARTICLE V – CAPITAL STOCK**

This Corporation is authorized to issue six hundred (600) shares of common stock, with \$10.00 par value per share.

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TAMM L. ACHASSEE, III

All voting powers of this corporation shall be vested in the common stock above designated.

#### **ARTICLE VI – BOARD OF DIRECTORS**

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws.

#### **ARTICLE VII – REGISTERED OFFICE AND AGENT**

The street address of the Corporation's registered office is 5800 Lakewood Ranch Blvd., Sarasota, Florida 34240, and the name of its registered agent at such office is Priscillia G. Heim.

#### **ARTICLE VIII – INDEMNIFICATION**

Provided the person proposed to be indemnified satisfies the requisite standard of conduct for permissive indemnification by a corporation as specifically set forth in the applicable provisions of the Act (currently, Section 607.0850(7) of the Act), as the same may be amended from time to time, the Corporation shall indemnify its officers and directors, and may indemnify its employees and agents, to the fullest extent provided, authorized, permitted or not prohibited by the provisions of the Act and the Bylaws of the Corporation, as the same may be amended and supplemented, from and against any and all of the expenses or liabilities incurred in defending a civil or criminal proceeding, or other matters referred to in or covered by said provisions, including advancement of expenses prior to the final disposition of such proceedings and amounts paid in settlement of such proceedings, both as to action in his or her official capacity and as to action in another capacity while an officer, director, employee or other agent. The indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any bylaw, agreement, vote of shareholders or otherwise. Such indemnification shall continue as to a person who has ceased to be a director, officer, employee or agent, and shall inure to the benefit of the heirs and personal representatives of such a person. Except as otherwise required by law, an adjudication of liability shall not affect the right to indemnification for those indemnified.

#### **ARTICLE IX – AMENDMENT**

The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation in the manner prescribed by the laws of the State of Florida and all rights conferred upon shareholders are granted subject to this reservation.

**IN WITNESS WHEREOF**, for the purposes of amending and restating the Articles of Incorporation of this Corporation under the laws of the State of Florida the undersigned has executed these Amended and Restated Articles of Incorporation this 14th day of November, 2018.

**ESTUARY INVESTMENT CORP.**

By: 

Name: James R. Schier

Title: President

**CERTIFICATE OF ACCEPTANCE BY REGISTERED AGENT**

Pursuant to the provisions of Section 607.0501 of the Florida Business Corporation Act, the undersigned submits the following statement in accepting the designation as registered agent and registered office of Estuary Investment Corp., a Florida corporation (the "Corporation"), in the Corporation's amended and restated articles of incorporation:

Having been named as registered agent and to accept service of process for the Corporation at the registered office designated in the Corporation's amended and restated articles of incorporation, the undersigned accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and the undersigned is familiar with and accepts the obligations of its position as registered agent.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this 14th day of November, 2018.

A handwritten signature in cursive script, reading "Priscilla G. Heim", written over a horizontal line.

Priscilla G. Heim