



Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H15000281056 3)))



H150002810563ABC

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations
Fax Number : (850)617-6380

From: Account Name : UPCHURCH, BAILEY & UPCHURCH, P.A.
Account Number : 075350000207
Phone : (904)829-9066
Fax Number : (904)825-4862

FILED
15 NOV 25 AM 8:14
SECRETARY OF STATE
ALBANY, FLORIDA

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: dwallis@ubulaw.com

RECEIVED

15 NOV 25 AM 11:48

**COR AMND/RESTATE/CORRECT OR O/D RESIGN
LUCAS & WILES, INC.**

Certificate of Status	1
Certified Copy	0
Page Count	04
Estimated Charge	\$43.75

NOV 30 2015

T. LEMIEUX

Am Restated

H150002810563

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
LUCAS & WILES, INC.**

These Amended and Restated Articles of Incorporation are duly executed and being filed in accordance with Sections, 607.1007, 607.1001, and 607.1003, Florida Statutes.

FILED
NOV 25 11:08 AM
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECITALS

In accordance with Sections 607.0202, Florida Statutes, the original Articles of Incorporation of Lucas & Wiles, Inc. (the "Corporation") were submitted to, and filed with, the Florida Department of State on January 21, 1977, pursuant to the predecessor of the current Florida Business Corporation Act, Chapter 607, Florida Statutes (the "Act"). In accordance with the Act, the original Articles of Incorporation were first amended on August 13, 1993, and were amended again on November 8, 2008.

By adopting the following Amended and Restated Articles of Incorporation in accordance with Sections 607.1007, 607.1001, and 607.1003, Florida Statutes, the Corporation is integrating into a single instrument all provisions of its articles of incorporation, as heretofore amended and now in effect, and, at the same time, is further amending its articles of incorporation, as heretofore amended and now in effect:

ARTICLE I - NAME

In accordance with Sections 607.0202(1)(a) and 607.0401, Florida Statutes, the name of the Corporation is **LUCAS & WILES, INC.**

ARTICLE II - ADDRESS

In accordance with Section 607.0202(1)(b), Florida Statutes, the mailing address and street address of the principal office of the Corporation is 400 North Ponce de Leon Boulevard, St. Augustine, Florida 32084.

ARTICLE III - CAPITAL STOCK

In accordance with Section 607.0202(1)(c), Florida Statutes, the maximum number of shares of stock that this corporation is authorized to issue and to have outstanding at any one time is 2,000 shares of common stock having \$100.00 par value per share.

ARTICLE IV - NUMBER OF DIRECTORS

As allowed by Section 607.0803, Florida Statutes, the number of members of the board of directors of the Corporation shall be three (3), but this number may be increased or decreased, from time to time, without further amending the articles of incorporation of the Corporation, by the action of the holders of a simple majority of the outstanding shares of the stock of the Corporation.

H150002810563

H150002810563

ARTICLE V – DIRECTORS

As allowed by Section 607.0202(2)(a), Florida Statutes, the name and address of the directors are:

HERBERT L. WILES
63 BAYVIEW DRIVE
ST. AUGUSTINE, FLORIDA 32084

DOUGLASS F. WILES
405 NIGHTHAWK LANE
ST. AUGUSTINE, FLORIDA 32080

WAYNE E. HOWELL, JR.
3200 CROSS CREEK PLACE
ST. AUGUSTINE, FLORIDA 32086

ARTICLE VI – NATURE OF BUSINESS

In accordance with Section 607.0202(2)(b)(1), Florida Statutes, the general nature of the business to be transacted by the Corporation is to engage in any activity or business permitted under the laws of the United States, and under the laws of the State of Florida, including, but not limited to, the sale of insurance contracts.

ARTICLE VII – SHAREHOLDER ACTION WITHOUT A MEETING

As allowed by Section 607.0704(1), Florida Statutes, the shareholders of the Corporation may take action without a meeting, without prior notice, and without a vote if the action is taken by shareholders who possess not less than the minimum number of votes that would be necessary to authorize or take such actions at a meeting at which all shares entitled to vote thereon are present and voted.

ARTICLE VIII – DIRECTOR ACTION WITHOUT A MEETING

As allowed by Section 607.0821(1), Florida Statutes, the board of directors of the Corporation may take unanimous action without a meeting, without prior notice, and without a vote if such action is evidenced by one or more written consents describing the action taken and signed by all directors.

ARTICLE IX – REGISTERED OFFICE AND AGENT

In accordance with Section 607.0202(1)(e), Florida Statutes, the name and Florida street address of the registered agent is:

DOUGLASS F. WILES
400 NORTH PONCE DE LEON BLVD.
ST. AUGUSTINE, FLORIDA 32084

H150002810563

In accordance with Section 607.0501(3), Florida Statutes, the above named Corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida:

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Dated: November 25th, 2015 Registered Agent Signature: Douglas F. Wiles

In accordance with Section 607.1007(5), Florida Statutes, these Amended and Restated Articles of Incorporation supersede the original articles of incorporation and all amendments to them.

IN WITNESS WHEREOF, and in accordance with Section 607.0120(6)(a), Florida Statutes, the undersigned President of the Corporation has executed these Amended and Restated Articles of Incorporation this 25th day of November, 2015.

Douglas F. Wiles
DOUGLASS F. WILES