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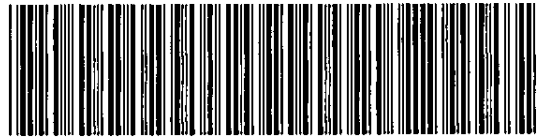
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*Amended &
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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
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THE COVE MANAGEMENT, INC.

Signature _____

Requested by: BA

2/11/16

Name _____

Date _____

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- _____ Art of Inc. File _____
- _____ LTD Partnership File _____
- _____ Foreign Corp. File _____
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- _____ Trade/Service Mark _____
- _____ Merger File _____
- ☒ Art. of Amend. File _____
- _____ RA Resignation _____
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- _____ Annual Report / Reinstatement _____
- ☒ Cert. Copy _____
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- _____ Certificate of Status _____
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- _____ Corp Record Search _____
- _____ Officer Search _____
- _____ Fictitious Search _____
- _____ Fictitious Owner Search _____
- _____ Vehicle Search _____
- _____ Driving Record _____
- _____ UCC 1 or 3 File _____
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- _____ UCC 11 Retrieval _____
- _____ Courier _____

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
THE COVE MANAGEMENT, INC.**

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16 FEB 11 PM 2:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Sections 607.1006 and 607.1007 of the Florida Business Corporation Act (the "BCA"), the Articles of Incorporation of The Cove Management, Inc., a Florida corporation for profit, which was originally incorporated under the same name on February 9, 1977, are hereby amended and restated in their entirety. The Amended and Restated Articles of Incorporation of The Cove Management, Inc., shall henceforth be as follows:

ARTICLE I

NAME: The name of the Corporation is **The Cove Management, Inc.**

ARTICLE II

ADDRESS: The principal and mailing address of the Corporation is 900 Broad Avenue South, Naples, Florida 34102.

ARTICLE III

PURPOSE AND POWERS: The purpose of the Corporation is to engage in any lawful act or activity for which a corporation may be organized under the BCA and to have all powers granted to corporations organized under the BCA.

ARTICLE IV

REGISTERED OFFICE AND AGENT. The street address of the current registered office of the Corporation in the State of Florida is 900 Broad Avenue South, Naples, Florida 34102. The name of the registered agent of the Corporation at said registered office is Doug Van Duzee.

ARTICLE V

STOCK: The total number of shares of capital stock that the Corporation has the authority to issue is 500 shares of Common Stock, no par value.

ARTICLE VI

LIABILITY OF DIRECTORS: To the fullest extent that the laws of the State of Florida, as the same exist or may hereafter be amended, permit elimination of the personal liability of directors, no director of the Corporation will be personally liable to the Corporation or its shareholders for monetary damages for breach of fiduciary duty as a director. The provisions of this Article (a) are applicable to acts or omissions occurring before or after the adoption hereof, (b) are deemed to be a contract with each person who serves as a director at any time while this Article is in effect, and each such director is deemed to be serving in reliance on the provisions of this Article, (c) will continue as to each person who has ceased to be a director with respect to the periods when he or she was a director and (d) will inure to the benefit of each director's heirs and legal representatives. Any amendment or repeal of this Article or adoption of any additional Article, and any amendment to the Bylaws of the Corporation, which has the effect of increasing director liability will operate prospectively only and will not affect any action taken, or any failure to act, by a director of the Corporation prior to such amendment or repeal becoming effective.

ARTICLE VII

INDEMNIFICATION. Directors and officers of the Corporation will be indemnified by the Corporation as of right to the fullest extent now or hereafter permitted by the laws of the State of Florida in connection with any actual or threatened civil, criminal, administrative or investigative action, suit or proceeding (whether brought by or in the name of the Corporation or otherwise) arising out of their service to the Corporation or to another organization at the request of the Corporation. Persons who are not directors or officers of the Corporation may be similarly indemnified in respect of such service to the extent authorized at any time by the Board of Directors of the Corporation. The Corporation may purchase and maintain insurance to protect itself and any such director, officer or other person against any liability asserted against any such person whether or not the Corporation has the power to indemnify such person against such liability. The provisions of this Article (a) are applicable to actions, suits or proceedings commenced after the adoption hereof, whether arising from acts or omissions occurring before or after the adoption hereof, (b) are deemed to be a contract with each director, officer and other person referred to in this Article who serves in such capacity at any time while this Article is in effect, and each such person is deemed to be serving in reliance on the provisions of this Article. (c) will continue as to directors, officers and other persons who have ceased to render such service and (d) will inure to the benefit of the heirs and legal representatives of the directors, officers and other persons referred to in this Article. Any amendment or repeal of this Article or adoption of any additional Article, and any amendment to the Bylaws of the Corporation, which has the effect of reducing or eliminating the rights granted under this Article, will operate prospectively only and will not have any effect with respect to any action taken, or any failure to act, by the directors, officers and other persons referred to in this Article prior to the effective date of such amendment or repeal.

ARTICLE VIII

BYLAWS: The Bylaws of the Corporation may be altered, amended, or rescinded in the manner provided therein.

ARTICLE IX

AMENDMENTS: Amendments to these Articles shall be proposed and adopted in the following manner:

- (A) **Proposal.** Amendments to these Articles may be proposed by a majority of the Board or by written petition, signed by at least one-fourth (1/4) of the shareholders.
- (B) **Procedure.** Upon any amendment to these Articles being proposed by said Board or shareholders, such proposed amendment shall be submitted to a vote of the shareholders not later than the next annual meeting for which proper notice can be given.
- (C) **Vote Required.** Except as otherwise required by law, a proposed amendment to these Articles of Incorporation shall be adopted if it is approved by at least two-thirds (2/3rds) of the voting interests then present in person or by proxy and voting at any annual or special meeting, provided that at least fourteen (14) days notice of any proposed amendment has been given to the shareholders, and that the notice contains a fair statement of the proposed amendment.

CERTIFICATE

The undersigned, being the duly elected and acting President of The Cove Management, Inc., hereby certifies that the foregoing were duly proposed by the Board of Directors. The undersigned further certifies that the foregoing were approved by at least a majority of the votes of the Directors and shareholders of the Corporation on the 22nd day of January, 2016 after due notice, and that said vote is sufficient for their amendment. The foregoing both amend and restate the Articles of Incorporation in their entirety.

Executed this 2nd day of February, 2016.

[Signature]
Witness
Printed Name: Lisa Dammes

THE COVE MANAGEMENT, INC.
By: [Signature]
Thomas Mazzei, President

Kimberly R. Grant
Witness
Printed Name: Kimberly R. Grant

STATE OF VIRGINIA)
) ss:
COUNTY OF PRINCE WILLIAM)

The foregoing instrument was acknowledged before me this 2nd day of February, 2016, by, Thomas Mazzei, President of The Cove Management, Inc., a Florida corporation, on behalf of the corporation. He is personally known to me or has produced _____ as identification and did take an oath.

[Signature]
Notary Public
MELISSA M WINTER
Printed Name

My Commission Expires: 3/31/17

(SEAL)

