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STEPHEN A. BROADMAN, D.O., P.A.

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ARTICLES OF AMENDMENT AND RESTATEMENT
of the
ARTICLES OF INCORPORATION
of
STEPHEN A. BROADMAN, D.O., P.A.

Pursuant to Section 607.1007, Florida Statutes, Stephen A. Broadman, D.O., P.A., a professional service Florida corporation (the "*Corporation*"), adopts the following Articles of Amendment and Restatement to amend and restate its Articles of Incorporation:

FIRST: The Amended and Restated Articles of Incorporation of the Corporation (the "*Amended and Restated Articles*") are set forth in **EXHIBIT A**.

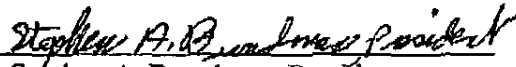
SECOND: The Amended and Restated Articles change the name of the Corporation to Stephen A. Broadman, Inc.

THIRD: The Amended and Restated Articles were adopted on the 7th day of February, 2012.

FOURTH: The Amended and Restated Articles were adopted by all of the members of the Board of Directors of the Corporation and all of the shareholders of the Corporation.

FIFTH: The Amended and Restated Articles shall become effective as of the date these Articles of Amendment and Restatement are filed with the Secretary of State of Florida.

Signed this 7th day of February, 2012.


Stephen A. Broadman, President

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EXHIBIT A**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
of
STEPHEN A. BROADMAN, INC.****ARTICLE I
NAME**

The name of the Corporation is Stephen A. Broadman, Inc.

**ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office of the Corporation is located at 3714 Cathedral Cove Road, Jacksonville, Florida 32217 and its mailing address is 3714 Cathedral Cove Road, Jacksonville, Florida 32217.

**ARTICLE III
CAPITAL STOCK**

(a) Authorized Shares. The total number of shares of stock that the Corporation may issue is 7,500 shares of common stock having a par value of \$1.00 per share. Each of the shares shall entitle the holder thereof to one (1) vote at any meeting of the shareholders. All or any part of the stock may be paid for in cash or in property at a fair valuation to be fixed by the Board of Directors at a meeting called for such purpose. All stock, when issued, shall be fully paid and nonassessable.

(b) Capital Stock. The capital of the Corporation shall be at least equal to the sum of the aggregate par value of all issued shares having par value plus such amounts as, from time to time, by resolution of the Board of Directors, may be transferred thereto.

(c) Corporate Liquidation and Dissolution. In the event of voluntary or involuntary liquidation, dissolution or winding up of the Corporation, the holders of record of the common stock shall be entitled to receive distribution, ratably, of the remaining assets of the Corporation.

(d) Preemptive Rights. Shareholders shall have no preemptive rights.

(e) Cumulative Voting. Cumulative voting shall not be permitted.

(f) Restrictions on Transfer of Stock. The shareholders may, by bylaw provision or by a written shareholders' agreement, impose such restrictions on the sale, transfer, or encumbrance of the stock of the Corporation as they may see fit.

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**ARTICLE IV
REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the registered office of the Corporation is 818 North A1A, Suite 104, Ponte Vedra Beach, Florida 32082, and the name of the registered agent of the Corporation at that address is Fisher, Tousey, Leas & Ball, P.A.

**ARTICLE V
DIRECTORS**

(a) Number. The Corporation shall have one (1) director. The number of directors may be changed from time to time pursuant to the bylaws adopted by the shareholders.

(b) Board of Directors. The name and address of the director of the Corporation is Rachel Broadman, 3714 Cathedral Cove Road, Jacksonville, Florida 32217.

(c) Indemnification. The Board of Directors is specifically authorized to provide for indemnification of directors, officers, employees and agents to the fullest extent permitted by law.

**ARTICLE VI
BYLAWS**

The Bylaws of the Corporation shall be adopted by the Board of Directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the Board of Directors, but the Board of Directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the directors.

**ARTICLE VII
DURATION AND COMMENCEMENT**

The Corporation shall exist perpetually. Corporate existence commenced on June 1, 1972. These Amended and Restated Articles of Incorporation shall become effective when filed with the Secretary of State of the State of Florida.

END OF DOCUMENT

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
AND NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to the provisions of Section 607.0501, Florida Statutes, Stephen A. Broadman, Inc., a Florida corporation (the "Corporation"), submits the following statement in designating the registered office/registered agent, in the State of Florida:

The Corporation has named Fisher, Tousey, Leas & Ball, P.A., who maintains an office at 818 North A1A, Suite 104, Ponte Vedra Beach, Florida 32082, in the City of Ponte Vedra Beach and in the County of St. Johns, in the State of Florida, as its registered agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

FISHER, TOUSEY, LEAS & BALL, P.A.,
a Florida professional corporation

By: Michael R. Leas
Michael R. Leas, Vice President