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COR AMND/RESTATE/CORRECT OR O/D RESIGN DORAN MANUFACTURING CORPORATION OF FLORIDA

APR 17 2020

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April 16, 2020

# FLORIDA DEPARTMENT OF STATE DORAN MANUFACTURING CORPORATION OF FLORIDA

6261 POWERS AVE. JACKSONVILLE, FL 32207US

SUBJECT: DORAN MANUFACTURING CORPORATION OF FLORIDA REF: 631054

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

You failed to make the correction(s) requested in our previous letter.

The date of adoption of each amendment must be included in the document.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Claretha Golden Regulatory Specialist II

FAX Aud. #: E20000109405 Letter Number: 220A00008024

#### AMENDED AND RESTATED ARTICLES OF INCORPORATION

#### OF

#### DORAN MANUFACTURING CORPORATION OF FLORIDA

On July 27, 1979, DORAN MANUFACTURING CORPORATION OF FLORIDA (Document No. 631054) filed Articles of Incorporation (the "Articles") with the Florida Division of Corporations. By a unanimous agreement of the shareholders and the board of directors, the corporation now wishes to amend the Articles as set forth below. Accordingly, the Articles shall be amended and restated in their entirety as follows:

#### Article I Name

The name of this corporation shall be DORAN MANUFACTURING CORPORATION OF FLORIDA.

Article II <u>Principal Office and Mailing Address</u> The principal place of business and mailing address of this corporation shall be	SECRETA:	120 A.P	••
6261 POWERS AVENUE JACKSONVILLE, FLORIDA 32207		Λ <b>Η</b> 9:	: ;*;
Article III	() () ()	05	

# Capital Stock

3.1. <u>Capital Stock</u>. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 7,500 shares of common stock.

3.2. <u>Restriction on Transfer of Stock</u>. The shareholders may, by bylaw provision, by shareholders' agreement recorded in the minute book or by endorsement on each stock certificate, impose such restrictions on the sale, transfer, or encumbrance of the stock of this corporation as they may see fit.

Brian J. Hershorin, Esq. Purcell, Flanagan, Hay & Greene, P.A. 1548 Lancaster Terrace Jacksonville, Florida 32204 (904) 355-0355 Fla. Bar No.: 0014375

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### Article IV <u>Registered Agent and Address</u>

The name and street address of the registered agent of this corporation are:

# RICHARD E. GROSS 6261 POWERS AVENUE JACKSONVILLE, FLORIDA 32207

#### Article V Effective Date; Duration

5.1. Effective Date. Corporate existence commenced on July 27, 1979.

5.2. <u>Duration</u>. This corporation shall exist perpetually.

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### Article VI <u>Purposes</u>

This corporation is organized for the purpose of transacting any or all lawful business permitted under the laws of the United States of America and of the State of Florida.

#### Article VII Directors

7.1. <u>Number of Directors</u>.<sup>•</sup> This corporation shall have one (1) director. The number of directors may be increased or diminished from time to time, but shall never be less than one.

7.2. <u>Identity Directors</u>. The name and street address of the directors of the corporation are:

### RICHARD E. GROSS 6261 POWERS AVENUE JACKSONVILLE, FLORIDA 32207

7.3. <u>Election</u>. The directors shall be elected for the term and by the method stated in the corporation's bylaws.

7.4. <u>Compensation</u>. The board of directors is hereby specifically authorized to make provision for reasonable compensation to its board members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any directors of the corporation may also serve the corporation in any other capacity and receive compensation therefor in any form.

7.5. <u>Indemnification</u>. The board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

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# Article VIII <u>Bylaws</u>

The bylaws of this corporation shall be adopted by the 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 IX <u>Amendment</u>

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

# ARTICLE X Date of Adoption

The Amended and Restated Articles of Incorporation were adopted the 13<sup>th</sup> day of April, 2020 by resolution of the shareholders and directors of the corporation.

The President affirms the facts stated in this document are true as of the 13<sup>th</sup> day of April, 2020.

Richard E. Gross, President