

F04 000000 36 82

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

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MAIL

(Business Entity Name)

(Document Number)

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09/18/19--01015--001 **39.00

OCT 21 2019

2019 OCT 21 PM 3:17

Foreign
Profit
Amend



FLORIDA DEPARTMENT OF STATE
Division of Corporations

October 1, 2019

LESA C. DUVALL
DUVALL & FALL, P.C.
4911 EAST 56TH STREET
INDIANAPOLIS, IN 46220

SUBJECT: BADER CO. OF INDIANA
Ref. Number: F04000003682

We have received your document and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The current name of the entity is as referenced above. Please correct your document accordingly.

The form you submitted is for a FLORIDA PROFIT CORPORATION, but your entity is a FOREIGN PROFIT CORPORATION. Please complete and return the enclosed blank form(s).

The filing of the corporate annual report is the proper vehicle to notify the Division of the change in officers or directors for your corporation. Your current year annual report has already been filed. If you wish to properly notify the Division of the change(s), you must file an amended annual report on-line at our website, www.sunbiz.org. The fee to file an amended annual report is \$61.25.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

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

Susan Tallent
Regulatory Specialist II

Letter Number: 019A00020224

RECEIVED
2019 OCT 21 PM 10:42
F04000003682



October 15, 2019

VIA CERTIFIED MAIL

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Application by Foreign Profit Corporation to File Amendment to Application for
Authorization to Transact Business in Florida

To Whom It May Concern:

Enclosed, please find an Application by Foreign Profit Corporation to File Amendment to
Application for Authorization to Transact Business in Florida. Please note that we have already
paid the filing fee. Additionally, you will find enclosed a Certificate of Fact and a Certificate of
Amendment from the Secretary of State of Indiana.

Please let us know if you have any questions. Thank you for your assistance in this matter.

Sincerely,

A handwritten signature in black ink, appearing to read "Charles J. Niblick". The signature is fluid and cursive, with a large, sweeping "C" at the beginning.

Charles J. Niblick

1. Client Files BIC Legacy, Inc Florida 2019 10 15 Ltr to FL SOS.docx

Your 4911 East 56th Street
Interests Indianapolis, Indiana 46220
are (317) 634-9100
Our (317) 634-9103
Focus www.duvallfall.com

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Bader Co. of Indiana
Name of Corporation

DOCUMENT NUMBER: F04000003682

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Lesia C. Duvall

Name of Contact Person

Duvall & Fall, P.C.

Firm/Company

4911 E. 56th Street

Address

Indianapolis, IN 46220

City/State and Zip Code

lduvall@dovallfall.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Charles Niblick

Name of Contact Person

at (317) 634-9100

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:



\$35.00 Filing Fee



\$43.75 Filing Fee &
Certificate of Status



\$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)



\$52.50 Filing Fee,
Certificate of Status &
Certified Copy
(Additional copy is
enclosed)

Mailing Address:

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

(Pursuant to s. 607.1504, F.S.)

SECTION I

FO4000003682

(Document number of corporation (if known))

1 Bader Co. of Indiana

(Name of corporation as it appears on the records of the Department of State)

7 Indiana

(Incorporated under laws of)

09/27/2007

(Date authorized to do business in Florida)

SECTION II

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? 07/15/2019

5 BIC Legacy, Inc.

(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

6. If the amendment changes the period of duration, indicate new period of duration.

(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

(New jurisdiction)

8. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.

(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Robert N. Hader

(Typed or printed name of person signing)

Secretary

(Title of person signing)

2019 OCT 21 PM 3:17

**State of Indiana
Office of the Secretary of State**

Certified Copies

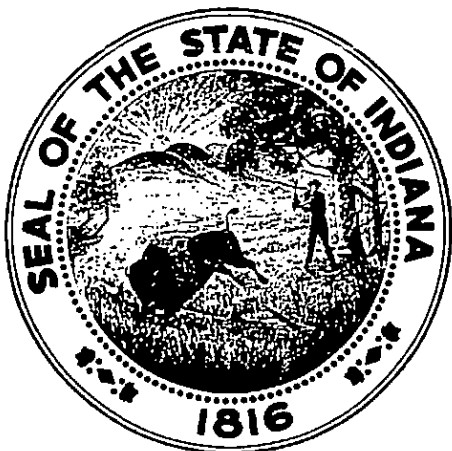
To Whom These Presents Come, Greeting:

I, CONNIE LAWSON, Secretary of State of Indiana, do hereby certify that I am, by virtue of the laws of the State of Indiana, the custodian of the corporate records and the proper official to execute this certificate.

I further certify that this is a true and complete copy of this **1** page document consisting of the following records filed in this office:

Certification Date: August 29, 2019
Business Name: BIC LEGACY, INC.
Business ID: 1992060452

Transaction	Date Filed	No. of pages
Change of Principal Address	08/29/2019	1
Total No. of pages		1



In Witness Whereof, I have caused to be affixed my signature and the seal of the State of Indiana, at the City of Indianapolis, August 29, 2019

Connie Lawson

CONNIE LAWSON
SECRETARY OF STATE

1992060452 / 12128617

All certificates should be validated here: <https://bsd.sos.in.gov/ValidateCertificate>

Expires on September 28, 2019.

APPROVED AND FILED
CONNIE LAWSON
INDIANA SECRETARY OF STATE
08/29/2019 01:53 PM

CHANGE OF PRINCIPAL OFFICE ADDRESS

NAME AND PRINCIPAL OFFICE ADDRESS

BUSINESS ID 1992060452
BUSINESS TYPE Domestic For-Profit Corporation
BUSINESS NAME BIC LEGACY, INC.
PRINCIPAL OFFICE ADDRESS 4911 E 56th Street, Indianapolis, IN, 46220, USA

EFFECTIVE DATE

EFFECTIVE DATE 08/29/2019
EFFECTIVE TIME 1:53 PM

SIGNATURE

IN WITNESS WHEREOF, THE UNDERSIGNED HEREBY VERIFIES, SUBJECT TO THE PENALTIES OF PERJURY, THAT THE STATEMENTS CONTAINED HEREIN ARE TRUE, THIS DAY August 29, 2019.

SIGNATURE Lesa C. Duvall
TITLE Legal Representative

Business ID : 1992060452
Filing No. : 8364164

State of Indiana
Office of the Secretary of State

Certificate of Amendment
of
BADER COMPANY

I, CONNIE LAWSON, Secretary of State, hereby certify that Articles of Amendment of the above Domestic For-Profit Corporation have been presented to me at my office, accompanied by the fees prescribed by law and that the documentation presented conforms to law as prescribed by the provisions of the Indiana Code.

The name following said transaction will be:

BIC LEGACY, INC.

NOW, THEREFORE, with this document I certify that said transaction will become effective Monday, July 15, 2019.



In Witness Whereof, I have caused to be affixed my signature and the seal of the State of Indiana, at the City of Indianapolis, July 15, 2019

Connie Lawson

CONNIE LAWSON
SECRETARY OF STATE

1992060452 / 8326258

To ensure the certificate's validity, go to <https://bsd.sos.in.gov/PublicBusinessSearch>

APPROVED AND FILED
CONNIE LAWSON
INDIANA SECRETARY OF STATE
07/15/2019 04:22 PM

ARTICLES OF AMENDMENT

ARTICLE I: NAME AND PRINCIPAL OFFICE ADDRESS

BUSINESS ID 1992060452
BUSINESS TYPE Domestic For-Profit Corporation
BUSINESS NAME BADER COMPANY
PRINCIPAL OFFICE ADDRESS 8425 WOODFIELD CROSSING BLVD, STE 200, INDIANAPOLIS, IN, 46240,
USA
DATE AMENDMENT WAS ADOPTED 07/15/2019

EFFECTIVE DATE

EFFECTIVE DATE 07/15/2019
EFFECTIVE TIME 04:17PM

ARTICLE I: BUSINESS NAME CHANGE

DATE OF ADOPTION 07/15/2019
NEW BUSINESS NAME BIC Legacy, Inc.

APPROVED AND FILED
CONNIE LAWSON
INDIANA SECRETARY OF STATE
07/15/2019 04:22 PM

SIGNATURE

THE MANNER OF THE ADOPTION OF THE ARTICLES OF BUSINESS AMENDMENT AND THE VOTE BY WHICH THEY WERE ADOPTED CONSTITUTE FULL LEGAL COMPLIANCE WITH THE PROVISIONS OF THE ACT, THE ARTICLES OF INCORPORATION, AND THE BYLAWS OF THE CORPORATION.

THE UNDERSIGNED OFFICER OF THIS CORPORATION EXISTING PURSUANT TO THE PROVISIONS OF THE INDIANA BUSINESS CORPORATION LAW DESIRES TO GIVE NOTICE OF CORPORATE ACTION EFFECTUATING BUSINESS AMENDMENT OF CERTAIN PROVISIONS OF ITS ARTICLES OF INCORPORATION.

IN WITNESS WHEREOF, THE UNDERSIGNED HEREBY VERIFIES, SUBJECT TO THE PENALTIES OF PERJURY, THAT THE STATEMENTS CONTAINED HEREIN ARE TRUE, THIS DAY **July 15, 2019**.

SIGNATURE

Timothy E. Stapleford

TITLE

President

Business ID : 1992060452

Filing No. : 8326258

BADER COMPANY

ARTICLES OF AMENDMENT
OF THE ARTICLES OF INCORPORATION

Bader Company (the "Corporation"), an Indiana corporation existing pursuant to the Indiana Business Corporation Law, as amended (the "Act"), desiring to give notice of the amendment of its Articles of Incorporation, hereby sets forth the following facts:

ARTICLE I
Amendment

Section 1: The date of incorporation of the Corporation is June 3, 1992.

Section 2: The name of the Corporation following this amendment to the Articles of Incorporation is BIC Legacy, Inc.

Section 3: The exact text of Article I of the Corporation's Articles of Incorporation, as amended, is now as follows:

ARTICLE I - Name

Name of Corporation: BIC Legacy, Inc.

Section 4: The effective date of the adoption of the amendment set forth in Section 3 above shall be the date of filing of these Articles of Amendment with the Indiana Secretary of State.

ARTICLE II
Manner of Adoption and Vote

Section 1: The Board of Directors of the Corporation duly adopted resolutions approving the foregoing amendment to the Corporation's Articles of Incorporation by consent resolution adopted on July 11, 2019.

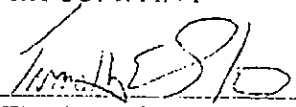
Section 2: The sole shareholder of the Corporation adopted resolutions by consent resolution adopted on July 12, 2019, approving the foregoing amendment to the Corporation's Articles of Incorporation.

ARTICLE III
Compliance with Legal Requirements

The manner of the adoption of the foregoing amendment to the Corporation's Articles of Incorporation and the manner by which it was adopted constitute full legal compliance with the Act and the Corporation's Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned duly authorized representative of the Corporation, subject to the penalties for perjury, hereby verifies that the statements contained in these Articles of Amendment of the Articles of Incorporation are true as of this 15 day of July, 2019.

BADER COMPANY

By: 

Tim Stapleford, President

**BADER COMPANY
UNANIMOUS WRITTEN CONSENT OF THE SOLE SHAREHOLDER**

The undersigned, being the sole shareholder of Bader Company, an Indiana corporation (the "Corporation"), hereby consents to, approves, and adopts the following resolutions and actions specified herein without a meeting, pursuant to authority granted under the Indiana Business Corporation Law, as amended:

WHEREAS, the Board of Directors of the Corporation has approved an amendment to the Articles of Incorporation of the Corporation to change the name of the Corporation to "BIC Legacy, Inc." ("Name Change Amendment") as reflected in the form of Articles of Amendment attached hereto as Exhibit A (the "Articles of Amendment"); and

WHEREAS, the Board of Directors called for the Name Change Amendment to be submitted to the Corporation's sole shareholder for approval and recommended such approval to the shareholder; and

WHEREAS, the sole shareholder of the Corporation has determined it to be in the best interests of the Corporation to approve and adopt the Name Change Amendment; and

NOW, THEREFORE, BE IT RESOLVED, that the sole shareholder of the Corporation hereby approves and adopts the Name Change Amendment, which Name Change Amendment shall be effective on the filing of the Articles of Amendment with the Indiana Secretary of State; and

RESOLVED FURTHER, that each of the officers of the Corporation be, and hereby are, acting singly or jointly, authorized and directed to execute, deliver and file any and all other documents, instruments, certificates and writings and take such other actions as may be necessary or advisable to implement the Name Change Amendment and effectuate the adoption of the foregoing resolutions or as may otherwise be necessary or advisable to carry out the purpose or intent of the foregoing resolutions; and all such acts, things, instruments, certificates, documents and writings shall be those of the Corporation for all purposes and they are hereby approved, ratified and confirmed in all respects.

IN WITNESS WHEREOF, the undersigned, being the sole shareholder of the Corporation, has hereupon set its hand as of the day set forth below its signature.

BADER COMPANY EMPLOYEE STOCK
OWNERSHIP TRUST
Horizon Bank d/b/a/ Horizon Trust & Investment
Management, not in its individual or corporate
capacity but solely in its capacity as trustee of the
Bader Company Employee Stock Ownership Trust

By: _____

David Van Ness, Vice President

Dated: 7/12, 2019

State of Indiana
Office of the Secretary of State

CERTIFICATE OF EXISTENCE

To Whom These Presents Come, Greeting:

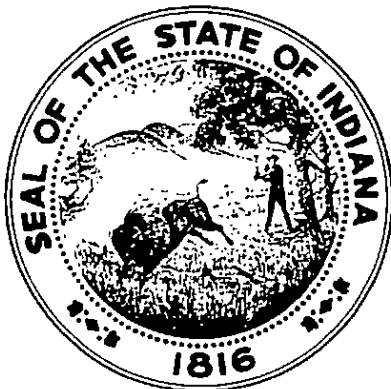
I, CONNIE LAWSON, Secretary of State of Indiana, do hereby certify that I am, by virtue of the laws of the State of Indiana, the custodian of the corporate records and the proper official to execute this certificate.

I further certify that records of this office disclose that

BIC LEGACY, INC.

duly filed the requisite documents to commence business activities under the laws of the State of Indiana on June 03, 1992, and was in existence or authorized to transact business in the State of Indiana on September 11, 2019.

I further certify this Domestic For-Profit Corporation has filed its most recent report required by Indiana law with the Secretary of State, or is not yet required to file such report, and that no notice of withdrawal, dissolution, or expiration has been filed or taken place. All fees, taxes, interest, and penalties owed to Indiana by the domestic or foreign entity and collected by the Secretary of State have been paid.



In Witness Whereof, I have caused to be affixed my signature and the seal of the State of Indiana, at the City of Indianapolis, September 11, 2019

Connie Lawson

CONNIE LAWSON
SECRETARY OF STATE

1992060452 / 20191100043

All certificates should be validated here: <https://bsd.sos.in.gov/ValidateCertificate>

Expires on October 11, 2019.