

F05000003331

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

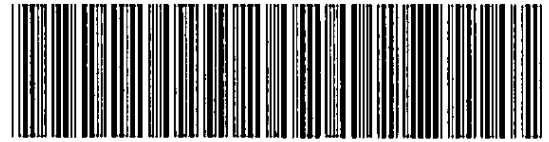
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700398132367

12/09/22--01014--008 **43.75

2023 APR 13 PM 4:05
S. PRATHEF

APR 27

S. PRATHEF



Logan

FLORIDA DEPARTMENT OF STATE
Division of Corporations

March 1, 2023

WESTMONT ASSOCIATES, INC.
1763 MARLTON PK E, STE 200
CHERRY HILL, NJ 08003

SUBJECT: AGRICULTURAL BROKERAGE SOLUTIONS, INC.
Ref. Number: W23000028407

We have received your document for AGRICULTURAL BROKERAGE SOLUTIONS, INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

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

We are enclosing the proper form(s) with instructions for your convenience.

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) 245-6939.

Stacy Prather
Regulatory Specialist III

Letter Number: 423A00004868

11W570 APR 19, 2023 ACT WT 0.4 LBS 1 OF 1
SVC 2DA LTR BL WT
TRACKING# 1Z11W5700268574927
BILLING REF #: FMHRISK
REF 2:

HANDLING CHARGE 0.00
SINGLE-PIECE PUB RATE CHRG: SVC 29.19 USD
DV 0.00 COD 0.00 RS 0.00
DC 0.00 DGD 0.00 SD 0.00
AH 0.00 PR 0.00 SP 0.00
TOT PUB CHG 29.19 PUB+HC 29.19
TOT CCC CHG 18.16 CCC+HC 18.16
THIS DOCUMENT IS NOT AN INVOICE.

COVER LETTER

TO: Amendment Section Division of Corporations

SUBJECT: FMH Risk Protection, Inc.

Name of Corporation

DOCUMENT NUMBER: _____

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Dan Miller

Name of Contact Person

Westmont Associates Inc.

Firm/Company

1763 Marlon Pike East

Address

Cherry Hill, NJ 08003

City/State and Zip Code

daniel@westmontlaw.com

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

For further information concerning this matter, please call:

Dan Miller

Name of Contact Person

at (856) 216-0220

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

☐ \$35 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☒ \$43.75 Filing Fee &
Certified Copy

☐ \$52.50 Filing Fee,
Certificate of Status &
Certified Copy

Mailing Address:

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

Street Address:

Amendment Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO APPLICATION FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

(Document number of corporation (if known))

1. FMH Risk Protection, Inc.

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

2. Iowa

(Incorporated under laws of)

3. 07/26/2001

(Date authorized to do business in Florida)

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? 11/18/2022

5. Agricultural Brokerage Solutions, 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. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent _____

(Florida street address)

New Registered Office Address: _____

(City)

Florida _____

(Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

11/18/22, 9:44 AM

Certificate of Standing

IOWA SECRETARY OF STATE
PAUL D. PATE



CERTIFICATE OF EXISTENCE

Issue Date: 11/18/2022

Name: AGRICULTURAL BROKERAGE SOLUTIONS, INC. (490 DP - 255561)

Date of Incorporation: 7/26/2001

Duration: PERPETUAL

I, Paul D. Pate, Secretary of State of the State of Iowa, custodian of the records of incorporations, certify the following for the corporation named on this certificate:

- a. The entity is in existence and duly incorporated under the laws of Iowa.
- b. All fees required under the Iowa Business Corporation Act due the Secretary of State have been paid.
- c. The most recent biennial report required has been filed with the Secretary of State.
- d. Articles of dissolution have not been filed.

Certificate ID: CS259885

To validate certificates visit
www.iowa.gov/validate/certificate

A handwritten signature in black ink, appearing to read "Paul D. Pate".
Paul D. Pate, Iowa Secretary of State

Iowa Secretary of State
321 East 12th Street
Des Moines, IA 50319
sos.iowa.gov



FILED

Date 11/17/2022 11:28 AM
Corp No 255561
Cert No FT0221632

Articles of Amendment - Domestic Profit

FMH RISK PROTECTION, INC.

The name of the corporation is

Agricultural Brokerage Solutions, Inc.

The amended name of the corporation is

Perpetual

The duration of the corporation on the records of the Secretary of State of Iowa is

The duration has been changed to

The authorized stock is

Type	Class	Series	Shares
Common			1,000

The officers & directors are

Director

Officer Type

CURTIS SWAIN

Full Name

6785 WESTOWN PKWY

Address1

Address2

WEST DES MOINES

City

IA 50266

State

Zip

USA

Country

Treasurer

Officer Type

DARIN ROGGENBURG

Full Name

6785 WESTOWN PKWY

Address1

Address2

WEST DES MOINES

City

IA 50266

State

Zip

USA

Country

Secretary

Officer Type

DEBORAH LADEHOFF

Full Name

6785 WESTOWN PKWY

Address1

Address2

WEST DES MOINES

City

IA

State

50266

Zip

USA

Country

President Director

Officer Type

SHANNON D RUTLEDGE

Full Name

6785 WESTOWN PKWY

Address1

Address2

WEST DES MOINES

City

IA

State

50266

Zip

USA

Country

The principal office is

6785 WESTOWN PKWY

Address1

Address2

WEST DES MOINES

City

IA

State

50266

Zip

USA

Country

11/16/2022 12:01:00 AM

Effective Date

The text of each amendment adopted & date of each amendment's adoption

11/16/2022

Article 1 Name. The name of the corporation is Agricultural Brokerage Solutions, Inc.

The text of each amendment adopted or outside facts per Iowa Code section 490.120(11)(e).

11/16/2022 00:01:00

Adoption Date

If shareholder approval was not required, the amendment duly adopted by the board of directors.

Approval Statement

Signature

Curtis Swain

Director

11/17/2022 11:27:41

Date

ARTICLES OF AMENDMENT

Pursuant to the provisions of the Iowa Business Corporation Act, the undersigned corporation hereby amends its Articles of Incorporation, and for that purpose, submits the following statement:

1. The name of the corporation is: Agricultural Brokerage Solutions, Inc.
2. The text of each amendment is:

ARTICLE I NAME

The name of the corporation is Agricultural Brokerage Solutions, Inc.

3. If the amendment provides for an exchange, reclassification, or cancellation of issued shares, the provisions for implementing the amendment, if not set forth in the amendment are: N/A
4. The date of adoption of the amendment is: November 18, 2022
5. If the amendment was adopted by the Incorporators or board of directors without shareholder action, make a statement to that effect, and that shareholder action was not required.
6. If the amendment was approved by shareholders, make a statement to that effect and set forth the following information:

This amendment was adopted by written consent of the sole shareholder.

- a) The designation, number of outstanding shares, number of votes entitled to be cast by each voting group entitled to vote separately on the amendment, and the number of votes represented at the meeting;
 - b) Either the number of votes cast for and against the amendment by each voting group entitled to vote separately on the amendment or the number of undisputed votes cast for the amendment and a statement that the number cast for the amendment by each voting group was sufficient for approval.
7. Any other provisions permitted or required by Iowa law are:

Agricultural Brokerage Solutions, Inc.
Name of Corporation

Date: November 18, 2022

By: Heather Radabaugh
Secretary

255561

ARTICLES OF AMENDMENT

Pursuant to the provisions of the Iowa Business Corporation Act, the undersigned corporation hereby amends its Articles of Incorporation, and for that purpose, submits the following statement:

1. The name of the corporation is: John Deere Risk Protection, Inc.
2. The text of each amendment is:

ARTICLE I NAME

The name of the Corporation is FHM Risk Protection, Inc.

ARTICLE IV

The street address of the registered office of the corporation is 8785 Westown Parkway, West Des Moines, Iowa, located in the County of Dallas, and the name of its registered agent at such address is Shannon D. Rutledge.

3. If the amendment provides for an exchange, reclassification, or cancellation of issued shares, the provisions for implementing the amendment, if not set forth in the amendment are: _____

4. The date of adoption of each amendment is: April 27, 2015

5. If the amendment was adopted by the incorporators or board of directors without shareholder action, make a statement to that effect, and that shareholder action was not required.

6. If the amendment was approved by shareholders, make a statement to that effect and set forth the following information:

This amendment was adopted by written consent of the sole shareholder.

a) The designation, number of outstanding shares, number of votes entitled to be cast by each voting group entitled to vote separately on the amendment, and the number of votes represented at the meeting.


b) Either the number of votes cast for and against the amendment by each voting group entitled to vote separately on the amendment or the number of undisputed votes cast for the amendment and a statement that the number cast for the amendment by each voting group was sufficient for approval.

7. Any other provisions permitted or required by Iowa law are: _____

Date 4/27/15

John Deere Risk Protection, Inc.
Name of corporation

By [Signature]
Secretary

FILED
IOWA
SECRETARY OF STATE
04-29-2015
2:13 pm.
WB74410


15 APR 29 PM 2:13

RECEIVED
SECRETARY OF STATE
IOWA

2555561

RECEIVED
SECRETARY OF STATE
IOWA

01 JUL 26 AM 10:56

2
JUL 26 1956
JUL 26 1956

ARTICLES OF INCORPORATION

OF

JOHN DEERE RISK PROTECTION, INC.

TO THE SECRETARY OF STATE
OF THE STATE OF IOWA:

Pursuant to section 202 of the Iowa Business Corporation Act, the undersigned, acting as incorporator, adopts the following articles of incorporation:

ARTICLE I

The name of the corporation is John Deere Risk Protection, Inc.

ARTICLE II

The corporation shall have perpetual duration.

ARTICLE III

The purpose for which this corporation is organized is the transaction of any and all lawful business for which corporations may be organized under the Iowa Business Corporation Act including, but not limited to, undertaking those activities generally associated with the business of an insurance agency.

ARTICLE IV

The aggregate number of shares of stock which the corporation is authorized to issue is one thousand (1,000) shares of common stock of \$0.01 per value per share. The common stock shall have unlimited voting rights and shall be entitled to the net assets of the corporation upon dissolution.

2
00911

ARTICLE V

The street address of the initial registered office of the corporation is 6400 N.W. 86th Street, Johnston, Iowa, located in the County of Polk, and the name of its initial registered agent at such address is Timothy J. Haight.

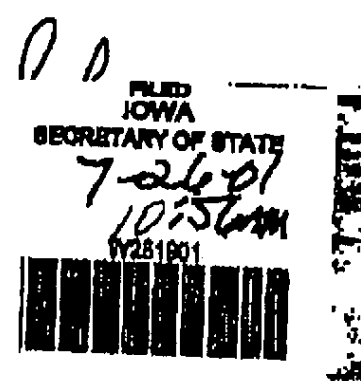
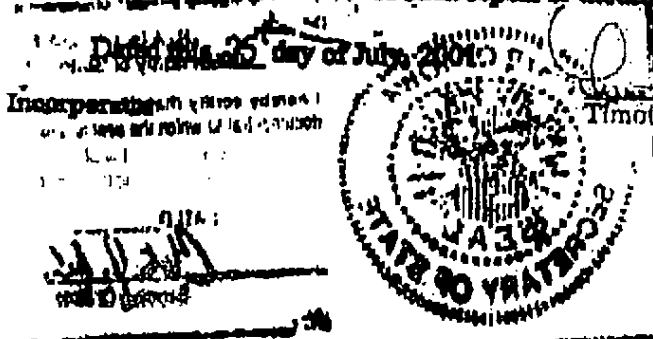
ARTICLE VI



The name and address of the incorporator is:

Timothy V. Haight
John Deere Credit
6400 N. W., 86th Street
Johnston, Iowa 50131

ARTICLE VII

A director of the corporation shall not be personally liable to the corporation or its shareholders for monetary damages for breach of fiduciary duty as a director, except for liability (i) for a breach of the director's duty of loyalty to the corporation or its shareholders; (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; (iii) for a transaction from which the director derives an improper personal benefit; or (iv) under section 490.833 of the Iowa Business Corporation Act. If the Iowa Business Corporation Act is hereafter amended to authorize the further elimination or limitation of the liability of directors, then the liability of a director of the corporation, in addition to the limitation on personal liability provided herein, shall be eliminated or limited to the extent of such amendment, automatically and without any further action, to the maximum extent permitted by law. Any repeal or modification of this Article by the shareholders of the corporation shall be prospective only and shall not adversely affect any limitation on the personal liability or any other right or protection of a director of the corporation with respect to any state of facts existing at or prior to the time of such repeal or modification.



STATE OF IOWA
Secretary of State Office

I hereby certify that this is a true and complete
document in which the seal is affixed as directed in the
act governing the seal of the State of Iowa.
(to read back along the date below)

DATE April 22, 2003

Patty Simpson
Secretary of State

AMENDMENT TO
ARTICLES OF INCORPORATION
OF
JOHN DEERE RISK PROTECTION, INC.

03 APR 28 PM 3:18

255561

TO THE SECRETARY OF STATE
OF THE STATE OF IOWA:

Pursuant to Section 490.1006 of the Iowa Business Corporation Act, John Deere Risk Protection, Inc. (the "Corporation") adopts the following amendment to the Articles of Incorporation:

1. The name of the corporation is John Deere Risk Protection, Inc.
2. The Articles of Incorporation were amended by the replacement of Article VII with the following text and the addition of Article VIII:

Article VII

A director of the corporation shall not be personally liable to the corporation or its shareholders for money damages for any action taken, or any failure to take any action, as a director, except liability for any of the following: (1) the amount of a financial benefit received by a director to which the director is not entitled; (2) an intentional infliction of harm on the corporation or the shareholders; (3) a violation of section 490.833 of the Iowa Business Corporation Act; or (4) an intentional violation of criminal law. If the Iowa Business Corporation Act is hereafter amended to authorize the further elimination or limitation of the liability of directors, then the liability of a director of the corporation, in addition to the limitation on personal liability provided herein, shall be eliminated or limited to the extent of such amendment, automatically and without any further action, to the fullest extent permitted by law. Any repeal or modification of this Article by the shareholders of the corporation shall be prospective only and shall not adversely affect any limitation on the personal liability or any other right or protection of a director of the corporation with respect to any state of facts existing at or prior to the time of such repeal or modification.

Article VIII

The corporation shall indemnify a director for liability (as such term is defined in section 490.850(5) of the Iowa Business Corporation Act) for any action taken, or any failure to take any action, as a director, except liability for any of the following: (1) the amount of a financial benefit received by a director to which the director is not entitled; (2) an intentional infliction of harm on the corporation or the shareholders; (3) a violation of section 490.833 of the Iowa Business Corporation Act; or (4) an intentional violation of criminal law. Without limiting

2
\$50.00 FFO
DIRECT
53805 AMEND

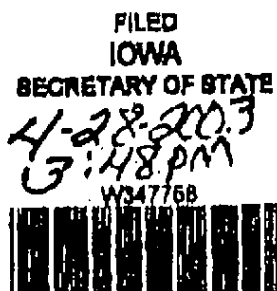
the foregoing, the corporation shall exercise all of its permissive powers as often as necessary to indemnify and advance expenses to its directors and officers to the fullest extent permitted by law. If the Iowa Business Corporation Act is hereafter amended to authorize broader indemnification, then the indemnification obligations of the corporation shall be deemed amended automatically and without any further action to require indemnification and advancement of funds to pay for or reimburse expenses of its directors and officers to the fullest extent permitted by law. Any repeal or modification of this Article by the shareholders of the corporation shall be prospective only and shall not adversely affect any indemnification obligations of the corporation with respect to any state of facts existing at or prior to the time of such repeal or modification.

3. The amendment was adopted on April 26, 2003.
4. The amendment was duly approved by the shareholders in the manner required by the Iowa Business Corporation Act and by the Articles of Incorporation.

Dated this 28 day of April, 2003.


John D. Volkert, President

0758



**ACTION OF THE BOARD OF DIRECTORS OF
JOHN DEERE RISK PROTECTION, INC.
BY UNANIMOUS WRITTEN CONSENT**

The undersigned, being all of the members of the Board of Directors of John Deere Risk Protection, Inc., an Iowa corporation (the "Corporation"), acting pursuant to Sections 490.821 and 490.1020 of the Iowa Business Corporation Act, hereby adopt, by this written consent, the following resolutions with the same force and effect as if they had been adopted at a duly convened meeting of the Board of Directors of the Corporation and direct that this written consent be filed with the minutes of the proceedings of the Board of Directors of the Corporation:

Amendment of Articles of Incorporation

IT IS THEREFORE RESOLVED, that the Articles of Incorporation of the Corporation are hereby amended by the replacement of Article VII with the following text and the addition of Article VIII as follows:

Article VII

A director of the corporation shall not be personally liable to the corporation or its shareholders for money damages for any action taken, or any failure to take any action, as a director, except liability for any of the following: (1) the amount of a financial benefit received by a director to which the director is not entitled; (2) an intentional infliction of harm on the corporation or the shareholders; (3) a violation of section 490.833 of the Iowa Business Corporation Act; or (4) an intentional violation of criminal law. If the Iowa Business Corporation Act is hereafter amended to authorize the further elimination or limitation of the liability of directors, then the liability of a director of the corporation, in addition to the limitation on personal liability provided herein, shall be eliminated or limited to the extent of such amendment, automatically and without any further action, to the fullest extent permitted by law. Any repeal or modification of this Article by the shareholders of the corporation shall be prospective only and shall not adversely affect any limitation on the personal liability or any other right or protection of a director of the corporation with respect to any state of facts existing at or prior to the time of such repeal or modification.

Article VIII

The corporation shall indemnify a director for liability (as such term is defined in section 490.850(3) of the Iowa Business Corporation Act) for any action taken, or any failure to take any action, as a director, except liability for any of the following: (1) the amount of a financial benefit received by a director to which the director is not entitled; (2) an intentional infliction of harm on the corporation or the shareholders; (3) a violation of section 490.833 of the Iowa Business Corporation Act; or (4) an intentional violation of

criminal law. Without limiting the foregoing, the corporation shall exercise all of its permissive powers as often as necessary to indemnify and advance expenses to its directors and officers to the fullest extent permitted by law. If the Iowa Business Corporation Act is hereafter amended to authorize broader indemnification, then the indemnification obligations of the corporation shall be deemed amended automatically and without any further action to require indemnification and the advancement of funds to pay for or reimburse expenses of its directors and officers to the fullest extent permitted by law. Any repeal or modification of this Article by the shareholders of the corporation shall be prospective only and shall not adversely affect any indemnification obligations of corporation with respect to any state of facts existing at or prior to the time of such repeal or modification.

FURTHER RESOLVED, that the Board of Directors recommend that the sole shareholder of the Corporation approve the foregoing amendment to the Articles of Incorporation;


FURTHER RESOLVED, that upon approval by the sole shareholder of the Corporation in connection with the foregoing, the proper officers of the Corporation are hereby authorized and empowered to take such additional action and to execute, deliver, and file, where appropriate, such agreements, documents, and other instruments in the name of and on behalf of the Corporation as they, in their discretion and with the advice of counsel, shall deem necessary or appropriate in order to effectuate the purpose and intent of the foregoing resolutions.


Amendment to Bylaws


IT IS THEREFORE RESOLVED, that the Bylaws of the Corporation are hereby amended by the replacement of Section 5 with the following text:


INDEMNIFICATION. Without limiting any indemnification rights contained in the articles of incorporation of the Company, any person made a party to any action, suit or proceeding whether civil, criminal, administrative or other, by reason of the fact that the person is or was an employee of the Company or of any other enterprise which the person served as such at the request of the Company, shall be indemnified by the Company against the reasonable expenses actually and necessarily incurred by the person in connection with the defense of such action, suit or proceeding, and against amounts paid by the person (other than to the Company or such other enterprise) in reasonable settlement of any such action, suit or proceeding, where it is in the interest of the Company that such settlement be made, except in relation to matters as to which it shall be adjudged in such action, suit or proceeding that such person is liable for negligence or misconduct in the performance of duty, or in the event of settlement, where it shall appear that such person is guilty of negligence or misconduct in the performance of duty.

Dated this 28th day of April, 2003.


Jan D. Volkart, Director
Date: 4-28-03


James A. Israel, Director
Date: 4-28-03


Lawrence W. Stowell, Director
Date: 4-28-03


Stephen Pullin, Director
Date: 4-28-03



STATE OF IOWA
Secretary of State Office

C# 1459

I hereby certify that this is a true and complete document(s) to which the seal is affixed as filed in this office beginning November 17, 2022 to and including the date below.

Dated December 1, 2022

Paul D. Litch
Secretary of State

By Deanne Bunschelle



12 pgs