

G 20095
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17-079.044505

BASIC AMENDMENT

R.J. BUNBURY, INCORPORATED

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$43.75

RECEIVED
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 TALLAHASSEE, FLORIDA

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11-17
 Amend &
 Restate

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**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
R.J. BUNBURY, INCORPORATED
(G20095)**

FILED
04 NOV 17 PM 3:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

R.J. BUNBURY, INCORPORATED, a corporation organized and existing under the laws of State of Florida (the "Corporation"), in order to amend its Articles of Incorporation in accordance with the requirements of Chapter 607, Florida Statutes, does hereby certify as follows:

1. The Articles of Incorporation of the Corporation were filed with the Secretary of State of the State of Florida on January 24, 1983.
2. The amendment to the Articles of Incorporation being affected hereby will completely delete the current Articles of Incorporation as of the date hereof, and will substitute in that place the Amended and Restated Articles of Incorporation as set forth below.
3. This amendment to the Articles of Incorporation was approved and adopted by the holders of a majority of the issued and outstanding shares of Common Stock of the Corporation. The date of adoption of the amendment by the Shareholders was November 17th, 2004.
4. The Amended and Restated Articles of Incorporation shall be effective immediately upon filing by the Secretary of State of the State of Florida, and thereafter, the Amended and Restated Articles of Incorporation shall read as follows:

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION FOR
R. J. BUNBURY, INCORPORATED**

Pursuant to the provisions of Section 607.1007 of the Florida Business Corporation Act, **R. J. BUNBURY, INCORPORATED**, a Florida corporation (the "Corporation"), adopts the following Amended and Restated Articles of Incorporation:

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AMENDED AND RESTATED
ARTICLES OF INCORPORATION OF
R. J. BUNBURY, INCORPORATED
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ARTICLE 1

NAME

The name of this corporation shall be: **R. J. Bunbury, Incorporated**

ARTICLE 2

PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office and the mailing address of this corporation shall be:

14202 62nd Avenue North
Clearwater, Florida 33760

ARTICLE 3

CAPITAL STOCK

1. Authorized Capitalization. The total number of shares of capital stock authorized to be issued by this corporation shall be:

1,000,000 shares of common stock, par value \$0.01 per share (the "Common Stock").

2. Payment for Stock. All or any part of the consideration for the issuance of the capital stock of this corporation may be in cash, property or labor or services at a fair valuation to be fixed by the Board of Directors at a meeting called for that purpose, which consideration, in any event, shall not be less than the par value of the shares issued therefor. All stock when issued shall be fully paid and nonassessable.

3. Voting. The voting power of this corporation shall be vested solely in the Common Stock. Holders of shares of Common Stock shall be entitled to one vote for each share of Common Stock. There shall be no cumulative voting in the election of directors.

4. Dividends. Any and all dividends are to be shared among the holders of shares of outstanding Common Stock on a share for share basis.

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AMENDED AND RESTATED
ARTICLES OF INCORPORATION OF
R. J. BUNBURY, INCORPORATED
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ARTICLE 4
REGISTERED OFFICE AND REGISTERED AGENT

The registered office of this Corporation shall be located at 1502 2nd Street North, St. Petersburg, Florida 33704 and the registered agent of this corporation at such office shall be Brian R. Bunbury. This corporation shall have the right to change such registered agent and such registered office from time to time, as provided by law.

ARTICLE 5
BOARD OF DIRECTORS

The Board of Directors of this corporation shall consist of a number of directors to be fixed from time to time in accordance with the bylaws of the corporation. The business and affairs of this corporation shall be managed by the Board of Directors, which may exercise all such powers of this corporation and do all such lawful acts and things as are not by law directed or required to be exercised or done only by the stockholders.

ARTICLE 6
PURPOSES AND DURATION

The general purpose for which this corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated under the Business Corporation Act of the State of Florida, and any amendments thereto, and in connection therewith, this corporation shall have and may exercise any and all powers conferred from time to time by law upon corporations formed under such Act. This corporation shall have perpetual existence.

ARTICLE 7
BYLAWS

The power to adopt the bylaws of this corporation, to alter, amend or repeal the by-laws, or to adopt new bylaws, shall be vested in the Board of Directors of this corporation.

ARTICLE 8
AMENDMENT OF ARTICLES OF INCORPORATION

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

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11/17/2004 14:53 FAX 813 222 8701

WARD ROVELL, P. A.

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AMENDED AND RESTATED
ARTICLES OF INCORPORATION OF
R. J. BUNBURY, INCORPORATED
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ARTICLE 9
AFFILIATED TRANSACTIONS

The provisions of Section 607.0901, Florida Statutes, relating to affiliated transactions, shall be inapplicable to this corporation.

IN WITNESS WHEREOF, the Corporation has caused these Articles of Amendment of the Articles of Incorporation to be executed by its President this 17th day of November, 2004.

R. J. BUNBURY, INCORPORATED



Brian R. Bunbury, President

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