



# H04227

ACCOUNT NO. : 072100000032  
REFERENCE : 433934  
AUTHORIZATION : *Patricia Pigato* 3487A  
COST LIMIT : \$ 43.75

FILED  
02 MAR -6 PM 4:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ORDER DATE : March 6, 2002

ORDER TIME : 11:26 AM

ORDER NO. : 433934-020

CUSTOMER NO: 3487A

CUSTOMER: Ms. Talia R. Kohne  
Icard Merrill Cullis Timm  
Suite 600  
2033 Main Street  
Sarasota, FL 34237

RECEIVED  
02 MAR -6 PM 12:04  
TALLAHASSEE, FLORIDA

DOMESTIC AMENDMENT FILING

NAME: S.J. GLAUSER, INC.

EFFECTIVE DATE:

000005050500--7

~~XX~~ ARTICLES OF AMENDMENT  
XX RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

C. Coulliette MAR 07 2002

CONTACT PERSON: Sara Lea -- EXT# 1114

EXAMINER'S INITIALS: \_\_\_\_\_



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

March 7, 2002

CSC  
ATTN: SARA  
TALLAHASSEE, FL

SUBJECT: S. J. GLAUSER, INC.  
Ref. Number: H04227

**RESUBMIT**  
Please give original  
submission date as file date.

RECEIVED  
02 MAR -7 PM 4:20

We have received your document for S. J. GLAUSER, INC. and the authorization to debit your account in the amount of \$43.75. However, the document has not been filed and is being returned for the following:

The person you are listing as Incorporator is not the person showing as President with the indentifying preceding paragraph saying that the person signing was the Incorporator. Please make corrections as needed and return for filing.

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) 245-6903.

Cheryl Coulliette  
Document Specialist

Letter Number: 702A00013783

**RESUBMIT**  
Please give original  
submission date as file date.

**ARTICLES OF AMENDMENT AND RESTATEMENT  
OF  
THE ARTICLES OF INCORPORATION  
OF  
S.J. GLAUSER, INC.**

**FILED  
02 MAR -6 .PM 4:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**

Pursuant to the provisions of Section 607.1007, Florida Statutes, this Corporation adopts the following Articles of Amendment and Restatement of its Articles of Incorporation.

1. This Corporation hereby amends and restates its Articles of Incorporation originally dated May 18, 1984 and filed on May 18, 1984, and filed as Document Number H04227.
2. The name of the Corporation is S.J. Glauser, Inc.
3. These Articles of Amendment and Restatement of the Articles of Incorporation of S.J. Glauser, Inc., were adopted on February 20, 2002 by the Board of Directors of the Corporation and the Shareholders. The number of votes cast for the Articles of Amendment and Restatement were sufficient for approval.
4. This Corporation's Articles of Incorporation are hereby amended and restated as follows:

**ARTICLE I - NAME**

The name of the corporation ("Corporation") is S.J. Glauser, Inc.

**ARTICLE II - TERM OF EXISTENCE**

The Corporation is to exist perpetually.

**ARTICLE III - PURPOSES**

The purposes of the Corporation are to engage in any lawful act, activity or business permitted under the laws of the United States and the State of Florida.

**ARTICLE IV - PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of this Corporation is 6828 South Tamiami Trail, Sarasota, FL 34231.

## **ARTICLE V - CAPITAL STOCK**

The authorized capital stock of Corporation shall consist of five thousand (5,000) shares of Class A Voting Common Stock, \$1.00 par value and forty-five thousand (45,000) shares of Class B Non-Voting Common Stock, \$1.00 par value.

Except for voting rights attributable solely to the Class A Voting Common Stock, with respect to all other rights including but not limited to, distribution rights and liquidation rights, the Class A Voting Common Stock and the Class B Non-Voting Common Stock shall share all other rights equally.

The recapitalization of the Corporation's Capital Stock will be accomplished by the Corporation exchanging each share of the Corporation's existing Common Stock for (a) ten (10) share(s) of Class A Voting Common Stock, \$1.00 par value and (b) ninety (90) share(s) of Class B Non-Voting Common Stock, \$1.00 par value.

## **ARTICLE VI - REGISTERED AGENT AND ADDRESS**

The street address of the Corporation's registered office is 6828 South Tamiami Trail, Sarasota, FL 34231. The initial registered agent for the Corporation at that address is Steven Jerry Glauser.

## **ARTICLE VII - INCORPORATOR**

The name(s) and street address(es) of the original incorporator(s) to these Articles of Incorporation is/are:

Name

Address

Gail Shelby

502 East Park Avenue  
Tallahassee, FL 32301

## **ARTICLE VIII - INDEMNIFICATION**

The Corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

## **ARTICLE IX - AMENDMENT**

The Articles of Incorporation may be amended in certain instances by the Board of Directors pursuant to applicable law and in certain instances by resolutions adopted by the Board of Directors, proposed by them to the Shareholders and approved at a Shareholders meeting by a majority of the stock entitled to vote thereon.

## ARTICLE XII - SHAREHOLDER ACTION

An affirmative vote of fifty-one percent (51%) of the shares of the Class A Voting Common Stock of the Corporation shall be required for any Shareholder action.

**IN WITNESS WHEREOF**, the undersigned officer has executed these Articles of Incorporation as of February 20, 2002.

S.J. GLAUSER, INC.

By: Steven Jerry Glauser  
Steven Jerry Glauser, President