

H69933

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(Address)

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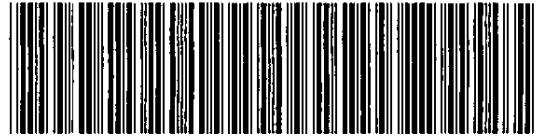
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Amended
And
Restated

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
09 JUN -9 PM 3:12

T. Roberts JUN 11 2009

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Willam E. Newman, Inc.

DOCUMENT NUMBER: H69933

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Sharon D. Regan

Name of Contact Person

Attorney

Firm/ Company

P.O. Box 13404

Address

Pensacola, FL 32591

City/ State and Zip Code

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

For further information concerning this matter, please call:

William E. Newman, Jr

Name of Contact Person

at (850)

941-4277

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount made payable to the Florida Department of State:

☐ \$35 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 C
Tallahassee, FL 32301



Restatement 2009

ARTICLES OF AMENDMENT AND RESTATEMENT
OF THE
ARTICLES OF INCORPORATION
OF
WILLIAM E. NEWMAN, INC.
(Document No. H69993)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
JUN -9 PM 3:12

The Articles of Incorporation of WILLIAM E. NEWMAN, INC. are amended and restated to read as follows:

ARTICLE I
NAME

The name of the corporation is **William E. Newman, Inc.**

ARTICLE II
PRINCIPAL OFFICE

The street address of the principal office of the corporation is:
7012 Pine Forest Road
Pensacola, Florida 32526

The mailing address of the principal office of the corporation is:
Post Office Box 37248
Pensacola, Florida 32526-0248

ARTICLE III
DURATION

This corporation shall have perpetual existence. The Effective Date of the Corporation is its date of organization, August 5, 1985, and its charter number (Document Number) as designated by the Secretary of State, State of Florida, is H69933.

ARTICLE IV
PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE V
CAPITAL STOCK

This corporation is authorized to issue seven thousand five hundred (7,500) shares of one (\$1.00) dollar par value common stock.

ARTICLE VI
PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others.

ARTICLE VII
BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the shareholders. Amendments may be proposed by the Director(s) to the shareholders, and adopted upon the vote of a majority of the shareholders entitled to vote. The shareholders may amend the By-Laws without an act of the Directors, to-wit: all of the shareholders eligible to vote may sign a written statement manifesting their intention that an amendment to the By-Laws be adopted.

ARTICLE VIII
AFFILIATED TRANSACTIONS

Pursuant to Subsection 607.0901(5), Florida Statutes, the Affiliated Transactions provision contained in Section 607.0901, Florida Statutes, shall not apply nor have any application to this corporation.

ARTICLE IX
RESTRICTIONS UPON TRANSFERS AND ALIENATION
OF CERTIFICATES OF SHARES

Transfers of shareholder's interest or interests in this corporation, as evidenced by certificates of shares or otherwise, is subject to restrictions adopted by the shareholders in an Agreement among the Shareholders.

ARTICLE X
INDEMNIFICATION

The corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

ARTICLE XI
DIRECTORS

The Directors of the Corporation shall conduct the affairs of the Corporation. The Board shall consist of one or more directors, the exact number of which shall be the number of directors from time to time fixed by the Board of Directors or the shareholders in accordance with the By-Laws of the Corporation. The names and addresses of the current Directors of the Corporation, who shall hold office until successor(s) have been duly elected and qualified, are as follows:

William E. Newman, Jr.
Director

7012 Pine Forest Road, Pensacola, FL 32526

ARTICLE XII
AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Amendments may be proposed by the Board of Directors to the shareholders, and adopted upon the vote of a majority of the shareholders entitled to vote. The shareholders may amend the Articles of Incorporation without an act of the Directors, and all of the Directors and all of the shareholders eligible to vote may sign a written statement manifesting their intention that an amendment to the Articles of Incorporation be adopted.

ARTICLE XIII

REGISTERED OFFICE AND AGENT

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

William E. Newman, Jr.

7012 Pine Forest Road, Pensacola, FL 32526

President, William E. Newman, Inc.

CERTIFICATE OF THE REGISTERED AGENT:

Having been named as registered agent to accept Service of Process for the above stated Corporation, at the place designated in these Articles, I hereby agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the obligations of my position as registered agent for the corporation.

Dated this 4th day of June, 2009.

William E. Newman, Jr., President of
WILLIAM E. NEWMAN, INC.

* * * * *

The foregoing Articles of Amendment and Restatement were adopted by the undersigned being, all of the Officers, Shareholders and Directors of the Corporation as of the date of approval and adoption of these restated Articles on the 28th day of May, 2009.

IN WITNESS WHEREOF, All of the Officers, Shareholders, and Directors of this Corporation have executed these Articles of Amendment and Restatement on this 4th day of June, 2009.

ALL OF THE OFFICERS, SHAREHOLDERS
AND DIRECTORS:

William E. Newman, Jr., President, S/T/D,
WILLIAM E. NEWMAN, INC.

STATE OF FLORIDA
COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this 4 day of June, 2009, by William E. Newman, Jr., as President of the corporation and as Director and sole shareholder of WILLIAM E. NEWMAN, INC., on behalf of himself and on behalf of the corporation. Mr. Newman is personally known to me and did not take an oath.

Notary Public - State of Florida
Sharon D. Regan, Attorney At Law
My commission expires: 12-16-2010



Articles of Amendment
to
Articles of Incorporation
of

William E. Newman, Inc.

(Name of Corporation as currently filed with the Florida Dept. of State)

H69933

(Document Number of Corporation (if known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

N/A

The new

name must be distinguishable and contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.," or the designation "Corp.," "Inc.," or "Co.". A professional corporation name must contain the word "chartered," "professional association," or the abbreviation "P.A."

B. Enter new principal office address, if applicable:

N/A

(Principal office address **MUST BE A STREET ADDRESS**)

C. Enter new mailing address, if applicable:

N/a

(Mailing address **MAY BE A POST OFFICE BOX**)

D. 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:

William E. Newman, Jr.

New Registered Office Address:

7012 Pine Forest Road

(Florida street address)

Pensacola,

(City)

Florida 32526

(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.

Signature of New Registered Agent, if changing

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

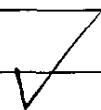
(Attach additional sheets, if necessary)

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
ST	Phyllis Burke	7012 Pine Forest Road Pensacola, FL 32526	<input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove
C	William E. Newman, Sr	9769 Quail Hollow Circle Pensacola, FL 32514	<input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove
PSTD	William E. Newman, Jr.	7012 Pine Forest Road Pensacola, FL 32526	<input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove

E. If amending or adding additional Articles, enter change(s) here:

(attach additional sheets, if necessary). (Be specific)

Amended and Restated Articles Attached



F. If an amendment provides for an exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself:

(if not applicable, indicate N/A)

N/A

The date of each amendment(s) adoption: May 28 2009

Effective date if applicable: Upon filing
(no more than 90 days after amendment file date)

Adoption of Amendment(s) (CHECK ONE)

☒ The amendment(s) was/were adopted by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval

by _____."
(voting group)

☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Dated May 28 2009

Signature _____

(By a director, president or other officer – if directors or officers have not been selected, by an incorporator – if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

William E. Newman, Jr.

(Typed or printed name of person signing)

President, STD

(Title of person signing)