

J47893

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FILED
05 AUG -2 AM 9:55
CLERK OF STATE
TALLAHASSEE, FLORIDA

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July 28, 2005

Amendment Section
Divisions of Corporations
Post Office Box 6327
Tallahassee, FL 32314

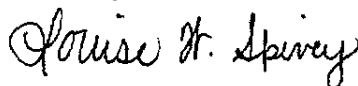
Re: Foxbranch Cattle Company, Inc.
Our File No.: 4060276 - 1

Dear Sir or Madam:

Please find enclosed Amended and Restated Articles of Incorporation of Foxbranch Cattle Company, Inc. together with our firm's check in the amount of \$78.75 to cover the cost of filing and a certified copy. Also enclosed is a self-addressed, stamped envelope for your convenience in returning the certified copy to me.

Thank you for your assistance in this matter.

Sincerely,



Louise W. Spivey

LWS/abb

Enclosures as stated

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
FOXBRANCH CATTLE COMPANY, INC.**

FILED
05 AUG -2 AM 9:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The following Amended and Restated Articles of Incorporation, duly adopted pursuant to the authority and provisions of Chapter 607 of the Florida Statutes, supersede and take the place of the existing Articles of Incorporation of Foxbranch Cattle Company, Inc. (the "Corporation"), which were filed with the Florida Department of State on December 18, 1986 (Document No. J47893), and which were amended by Articles of Amendment filed with the Florida Department of State on July 20, 1987.

WHEREAS, these Amended and Restated Articles of Incorporation were unanimously approved by all of the Directors and all of the Shareholders of the Corporation by written actions adopted on July 20, 2005.

BE IT RESOLVED, that the Articles of Incorporation of the Corporation, be and the same are hereby amended and restated to read as follows:

**ARTICLES OF INCORPORATION
OF
FOXBRANCH CATTLE COMPANY, INC.**

ARTICLE I - NAME

The name of this corporation is Foxbranch Cattle Company, Inc.

ARTICLE II - MAILING ADDRESS

The mailing address of this corporation is 1444 Fairhaven Drive, Lakeland, Florida 33803.

ARTICLE III - DURATION

This corporation shall have perpetual existence, commencing on December 18, 1986.

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 7,500 shares of voting common stock having a par value of \$1.00 per share.

ARTICLE VI - REGISTERED OFFICE AND REGISTERED AGENT

The street address of the registered office of this corporation is 1444 Fairhaven Drive, Lakeland, Florida 33803 and the name of the registered agent of this corporation at that office is Joy Sanders Sherwood.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors. The number of directors may be either increased or diminished from time to time in accordance with the Bylaws, but shall never be less than one (1). The names and addresses of the directors of the corporation are:

Joy Sanders Sherwood
1444 Fairhaven Drive
Lakeland, Florida 33803

Clark T Sherwood
1444 Fairhaven Drive
Lakeland, Florida 33803

ARTICLE VIII - INDEMNIFICATION

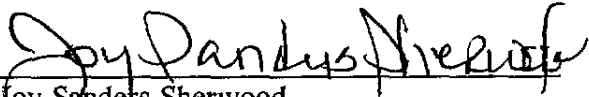
This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.


* * *

These Amended and Restated Articles of Incorporation of Foxbranch Cattle Company, Inc., were unanimously adopted by the Directors and Shareholders by Actions By Written Consent dated July 20, 2005, as required by the Articles of Incorporation for this amendment

and restatement to be effective. These Amended and Restated Articles of Incorporation shall be effective as of the date of their filing.

IN WITNESS WHEREOF, the undersigned has executed these Amended and Restated Articles of Incorporation on this 20th day of July, 2005.

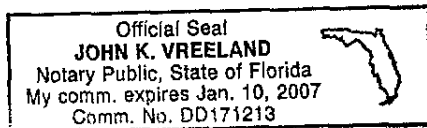

Joy Sanders Sherwood
President


Clark T. Sherwood
Secretary


STATE OF FLORIDA

COUNTY OF POLK

The foregoing Articles of Incorporation were acknowledged before me this 20th day of July, 2005, by Joy Sanders Sherwood and Clark T. Sherwood, ☒ who are personally known to me or ☐ who have each produced a Florida driver's license as identification and who did not take an oath.



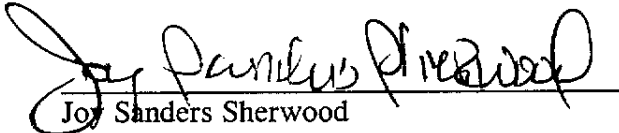
(Affix Notary Seal)


NOTARY PUBLIC, State of Florida
Print name: _____
My commission expires: _____

ACCEPTANCE OF REGISTERED AGENT

THE UNDERSIGNED, HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE FOREGOING ARTICLES OF INCORPORATION, HEREBY ACCEPTS THE APPOINTMENT AS SUCH REGISTERED AGENT AND AGREED TO ACT IN THIS CAPACITY. THE UNDERSIGNED FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF THE UNDERSIGNED'S DUTIES. THE UNDERSIGNED FURTHER CERTIFIES THAT THE UNDERSIGNED IS FAMILIAR WITH AND ACCEPTS THE OBLIGATIONS OF SUCH POSITION AS REGISTERED AGENT.

SIGNATURE:


Joy Sanders Sherwood

DATE: July 20, 2005