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Division of Corporations

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STAHL, BOWLES AND ASSOCIATES, INC.

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SECRETARY OF STATE  
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**RESTATED  
ARTICLES OF INCORPORATION  
OF  
STAHL, BOWLES AND ASSOCIATES, INC.  
(Florida Document # P00000041570)**

The undersigned, Robert L. Stahl, certifies that he is the President of Stahl, Bowles and Associates, Inc., a corporation incorporated and existing under the laws of the State of Florida (the "Company" or the "Corporation"), and hereby further certifies as follows:

1. The name of the Corporation is Stahl, Bowles and Associates, Inc.
2. The Certificate and Articles of Incorporation (the "Articles of Incorporation") of the Corporation were originally filed with the Department of State of the State of Florida (the "Department of State") on or about April 21, 2000.
3. This Restated Articles of Incorporation (the "Restatement") contains and effectuates amendments to the Articles of Incorporation of the Corporation requiring shareholder approval, and all of the amendments, and including the Restatement, were duly approved by the unanimous written consent of all of the directors and shareholders of the Corporation dated November 14, 2018, in accordance with Sections 607.0704, 607.0821 and 607.1007 of the Florida Statutes.
4. The number of votes cast by the shareholders for the amendments effectuated pursuant to this Restatement was sufficient for approval, and all shareholders of the Corporation unanimously approved the adoption of the amendments effectuated pursuant to this Restatement.
5. The text of the Articles of Incorporation of the Corporation is hereby restated and amended to read in its entirety as follows:

**"ARTICLE I  
NAME**

The name of the Corporation shall "Stahl, Bowles and Associates, Inc."

**ARTICLE II  
PURPOSES AND POWERS**

Section 1. The Corporation is formed for the purpose of engaging in any and all lawful activity or business for which corporations may be incorporated under the laws of the State of Florida.

Section 2. The Corporation may exercise all powers, rights and privileges conferred on corporations pursuant to the laws of the State of Florida.

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ARTICLE III  
PRINCIPAL OFFICE AND MAILING ADDRESS OF THE CORPORATION

The principal office of the Corporation shall be 110 Carillon Parkway, St. Petersburg, FL 33716. The mailing address of the Corporation shall be 110 Carillon Parkway, St. Petersburg, FL 33716.

ARTICLE IV  
REGISTERED OFFICE AND AGENT

Section 1. The street address of the registered office of the Corporation shall be 110 Carillon Parkway, St. Petersburg, FL 33716.

Section 2. The name of the registered agent of the Corporation located at said address is Robert L. Stahl.

ARTICLE V  
CAPITAL STOCK

The authorized capital stock of the Corporation shall be One Hundred Thousand (100,000) shares of voting common stock having a par value of \$0.01 per share.

ARTICLE VI  
NO PREEMPTIVE RIGHTS

Shareholders of the Corporation shall not have a preemptive right to acquire the Corporation's unissued shares or the Corporation's treasury shares.

ARTICLE VII  
DURATION

The Corporation shall have perpetual existence.

ARTICLE VIII  
INDEMNIFICATION

The Corporation shall indemnify to the full extent authorized or permitted by law (as now or hereinafter in effect) any person made, or threatened to be made, a party to any action, suit or proceeding (whether civil or criminal or otherwise) by reason of the fact that the person is or was a director or officer of the Corporation, or by reason of the fact that such director or officer, at the request of the Corporation, is or was serving any other corporation, partnership, joint venture, trust, employee benefit plan or other enterprise, in any capacity. The indemnification to be provided hereunder shall inure to the benefit of the heirs, executors and administrators of each such director or officer. Nothing contained herein shall affect any rights to indemnification to which persons other than directors and officers of the Corporation (and the heirs, executors and administrators of such directors and officers) may be entitled by law. No amendment or repeal

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of this Article VIII shall apply to or have any effect on any right to indemnification provided hereunder with respect to any act or omission occurring prior to such amendment or repeal.

ARTICLE IX  
BYLAWS

The power to adopt, alter, amend or repeal the Bylaws of the Corporation may be exercised by the Board of Directors or the shareholders and any Bylaws adopted or amended by the Board of Directors or the shareholders may be altered, amended or repealed by the other group; provided, however, that notwithstanding the foregoing, any Bylaws or Bylaw provisions adopted by the shareholders may provide that they/it shall be altered, amended or repealed only by the shareholders.

ARTICLE X  
AMENDMENTS TO ARTICLES OF INCORPORATION

The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation and to add by amendment provisions to these Articles of Incorporation, all in the manner now or hereafter prescribed by these Articles of Incorporation, the Bylaws of the Corporation, and the provisions of Chapter 607 of the Florida Statutes, commonly known as the Florida Business Corporation Act ("FBCA"). All rights conferred in these Articles of Incorporation on shareholders of the Corporation are granted subject to this reservation."

Upon this Restatement becoming effective (the "Effective Time"), each share of common stock of the Corporation that is issued and outstanding as of the Effective Time shall thereby and thereupon, automatically and without further action on the part of the holder thereof, be classified as and become one validly issued, fully paid and nonassessable share of voting Common Stock, par value \$0.01 per share.

IN WITNESS WHEREOF, the undersigned officer has executed these Restated Articles of Incorporation of Stahl, Bowles and Associates, Inc. on the 14<sup>th</sup> day of November, 2018.

Stahl, Bowles and Associates, Inc.

By: 

Robert L. Stahl, President

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