



**COVER LETTER**

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: Gilchrist Outfitters, Inc.

DOCUMENT NUMBER: P00000060421

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

Please return all correspondence concerning this matter to the following:

Ian B. Barber

Name of Contact Person

Gilchrist Outfitters, Inc.

Firm/ Company

11101 Roosevelt Blvd. N.

Address

St. Petersburg, Florida 33716

City/ State and Zip Code

legaladmin@bankersfinancialcorp.com

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

For further information concerning this matter, please call:

Joe Doyle at ( 800 ) 624-0000  
Name of Contact Person Area Code & Daytime Telephone Number

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

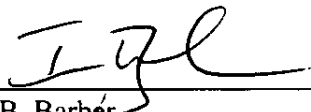
- |   |  |   |  |
|---|--|---|--|
| <input checked="" type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certified Copy<br>(Additional copy is<br>enclosed) | <input type="checkbox"/> \$52.50 Filing Fee<br>Certificate of Status<br>Certified Copy<br>(Additional Copy<br>is enclosed) |
|---|--|---|--|

**Mailing Address**  
Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

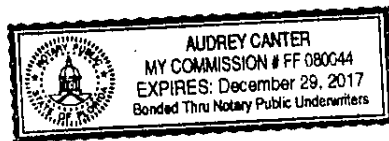
**Street Address**  
Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301


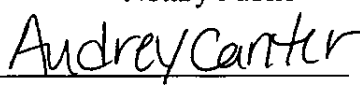
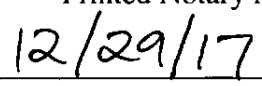
**CERTIFICATION OF AMENDED AND RESTATED ARTICLES OF INCORPORATION**

I, Ian B. Barber, the duly elected Vice President of Gilchrist Outfitters, Inc. (the "Company"), hereby certify that the following Amended and Restated Articles of Incorporation were duly adopted by the Board of Directors of the Corporation and the shareholders of the Corporation, effective March 1, 2014.

  
\_\_\_\_\_  
Ian B. Barber  
Vice President

The foregoing instrument was acknowledged before me this 26th day of March, 2014 by Ian Barber, who is personally known to me.



  
\_\_\_\_\_  
Notary Public  
  
\_\_\_\_\_  
Printed Notary Name  
  
\_\_\_\_\_  
My Commission Expires

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
14 APR -2 PM 12:42

**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION OF  
GILCHRIST OUTFITTERS, INC.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
14 APR -2 PM 12:42

These Amended and Restated Articles of Incorporation of Gilchrist Outfitters, Inc. (the "Corporation") (the "Articles") are adopted effective as of March 1, 2014.

**ARTICLE I - NAME**

The name of this Corporation is Gilchrist Outfitters, Inc.

**ARTICLE II - PURPOSE**

The Corporation may engage in any activity or business under the laws of the United States and of the State of Florida.

**ARTICLE III - CAPITAL STOCK**

The maximum number of shares of stock that the Corporation is authorized to have outstanding at any time is One Thousand (1,000) shares of common stock at One and 00/100 (\$1.00) Dollars per share par value.

**ARTICLE IV - DURATION**

The Corporation is to exist perpetually.

**ARTICLE V - INDEMNIFICATION**

The Corporation shall, to the fullest extent permitted by law, indemnify, defend and hold harmless all Directors and Officers of this Corporation (but only those who Officers who are employed by the Corporation), whether or not in office as an Officer or Director at the time of a Claim is initiated (collectively, "Indemnified Parties"), who are or become a party, or are threatened to be made a party, to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, other than an action commenced by the Corporation (collectively, "Claims"), by reason of the fact that such Indemnified Party is or was a Director and/or Officer of the Corporation or is or was serving in another capacity at the request of the Corporation, against any and all expenses, including but not limited to attorneys' fees, judgments, fines and amounts paid in settlement actually and reasonably incurred by such Indemnified Party in connection with any such Claim, including any appeal thereof.

This Corporation may appoint individuals as Officers who are not employees of the Corporation. Any Officer who is not an employee of the Corporation shall not be an "Indemnified Party," as that term is defined in the preceding paragraph, and shall not be entitled to any indemnity rights under this Article.

## **ARTICLE VI - BY-LAWS**

The power to alter, amend, or repeal the By-Laws or adopt new By-laws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

## **ARTICLE VII - AMENDMENT**

The right to amend or repeal any provisions contained in these Restated and Amended Articles of Incorporation, or any amendment hereto, is reserved to the Board of Directors.

## **ARTICLE VIII - PRINCIPAL OFFICE AND REGISTERED AGENT**

The principal office of the Corporation shall be located at 11101 Roosevelt Blvd. N., St. Petersburg, FL 33716, Pinellas County, Florida.

The name and street address of the registered agent of the corporation in the State of Florida is: Richard G. Torra at 11101 Roosevelt Blvd. N., St. Petersburg, FL 33716, Pinellas County, Florida. The Board of Directors may, from time to time, appoint a substitute registered agent and move the registered office or the principal office, or both, to any other address in the State of Florida.

## **ARTICLE IX - BOARD OF DIRECTORS**

The Corporation shall have one (1) or more director(s) as provided by the By-Laws.