

P00000083720

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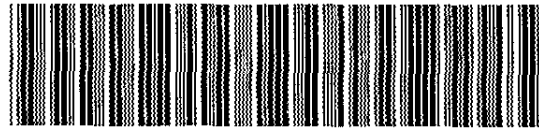
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*Restated
Articles*

05/04/04--01002--009 **1058.75

RECEIVED
04 MAY -3 PM 4:43
DIVISION OF REGISTRATION

FILED
04 MAY 10 AM 10:57
TALLAHASSEE, FLORIDA

*00789, 00579, 00524, 00672



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

May 3, 2004

Posey's on the River, Inc.
55 Riverside Dr.
St. Marks, FL 32355

SUBJECT: POSEY'S ON THE RIVER, INC.
Ref. Number: P00000083720

We have received your document for POSEY'S ON THE RIVER, INC. and your check(s) totaling \$150.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

A certificate must accompany the Restated Articles of Incorporation setting forth either of the following statements: (1) The restatement was adopted by the board of directors and does not contain any amendment requiring shareholder approval. OR (2) If the restatement contains an amendment requiring shareholder approval, the date of adoption of the amendment and a statement setting forth the following: (a) the number of votes cast for the amendment by the shareholders was sufficient for approval (b) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

Please delete the reference in the first sentence "for the purpose of forming a stock insurance corporation" since this is not an insurance company.

If you have any questions concerning the filing of your document, please call (850) 245-6907.

Annette Ramsey
Document Specialist

Letter Number: 104A00030054

RESTATED ARTICLES OF INCORPORATION
OF
POSEY'S ON THE RIVER, INC.

FILED
04 MAY 10 AM 10:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a stock corporation under Chapter 607, *Florida Statutes*, hereby adopts the following Restated Articles of Incorporation.

ARTICLE I:

NAME

The name of the Corporation shall be POSEY'S ON THE RIVER, INC..

ARTICLE II:

PRINCIPAL OFFICES

The principal office of the Corporation shall be: 55 Riverside Drive, St. Marks, Florida, 32355.

ARTICLE III:

PURPOSE

The purpose for which the Corporation is formed is to transact and any all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV:

DURATION

The duration of the Corporation shall be perpetual.

ARTICLE V:

AUTHORIZED SHARES

The number of shares of common stock that this Corporation is authorized to have outstanding at any one time is 100,000 shares, with a par value of \$1.00.

ARTICLE VI:

REGISTERED AGENT

The registered agent is: Steven M. Malono, Esq., 215 South Monroe Street, Second Floor, Tallahassee, FL 32301, and the address of the Corporation's registered office is 215 South Monroe Street, Second Floor, Tallahassee, FL 32301.

ARTICLE VII:

BOARD OF DIRECTORS

The Corporation shall have at least two directors, the majority of whom are United States citizens, and all of whom are over the age of eighteen (18) years. The following individuals shall serve, for a term of not more than one year, as the directors of the Corporation:

<u>Name</u>	<u>Residence Address</u>
1. Daphne D. Beckham	55 Riverside Drive St. Marks, FL 32355
2. John Gunter	55 Riverside Drive St. Marks, FL 32355

ARTICLE VIII:

INCORPORATOR

The name and residence address of the initial incorporator is:

Name

Residence Address

Vanessa T. Shivers

315 South Calhoun Street, Suite 350
Tallahassee, FL 32301

ARTICLE IX:

BY-LAWS

The power to adopt, alter, amend, or repeal by-laws shall be vested in the Board of Directors.


ARTICLE X:

AMENDMENTS

The Corporation reserves the right to amend, alter, or repeal any provision in these Articles of Incorporation in the manner prescribed by Chapter 607, *Florida Statutes*, and all rights conferred on shareholders are subject to this reservation. Any amendment to these Articles of Incorporation shall be approved by the shareholders as provided in the By-laws and in Chapter 607, *Florida Statutes*.

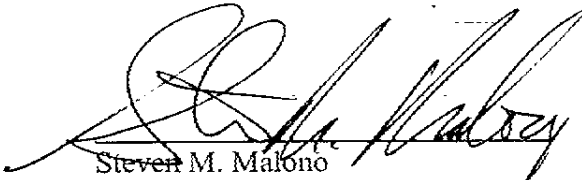
Daphne D. Beckham
Daphne D. Beckham

The foregoing instrument was acknowledged before me this 3rd day of May 2004, by Daphne D. Beckham, who is personally known to me or who ~~has produced~~ _____ (type of identification) as identification.

 **JOY D. BROWN**
MY COMMISSION # DD 145181
EXPIRES: September 1, 2006
1-800-3-NOTARY FL Notary Service & Bonding, Inc.

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN RESTATED ARTICLES OF INCORPORATION

Steven M. Malono, having been designated as the Registered Agent in the above and foregoing Restated Articles of Incorporation, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, *Florida Statutes*.



Steven M. Malono

**POSEY'S ON THE RIVER, INC.
OFFICER'S CERTIFICATE**

The undersigned, being the President of POSEY'S ON THE RIVER, INC., a Florida corporation (the "Corporation"), hereby states that the Corporation's Restated Articles of Incorporation dated May 3, 2004, do not contain any amendments requiring shareholder approval. Further, the Corporation's Board of Directors adopted the Restated Articles of Incorporation on May 3, 2004.

Dated this 5th day of May, 2004.



Daphne D. Beckham
President