

P00000116477

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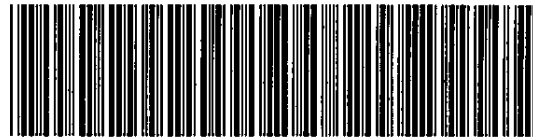
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Higgins, Inc.

DOCUMENT NUMBER: P00000116477

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

Please return all correspondence concerning this matter to the following:

Barry L. Miller, Esquire

(Name of Contact Person)

Law Offices of Barry L. Miller, P.A.

(Firm/ Company)

11 North Summerlin Avenue, Suite 101

(Address)

Orlando, FL 32801

(City/ State and Zip Code)

For further information concerning this matter, please call:

Barry L. Miller

(Name of Contact Person)

at (407) 425-2400

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☒ \$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 Circle
Tallahassee, FL 32301



FLORIDA DEPARTMENT OF STATE
Division of Corporations

August 2, 2007

BARRY L. MILLER, P.A.
C/O CHRISTINE L. RIOS
11 N. SUMMERLIN AVENUE #100
ORLANDO, FL 32801

SUBJECT: HIGGINS, INC.
Ref. Number: P00000116477

We have received your document for HIGGINS, INC. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

If the corporation is a **PROFIT** corporation it must be signed 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.

If the corporation is a **NOT FOR PROFIT** corporation it must be signed by the chairman or vice chairman of the board, president or other officer - if directors have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary.

There is a balance of \$8.75 due for the certified copy when the corrected document is returned. *Not Requesting*

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6905.

Thelma Lewis
Document Specialist Supervisor

Letter Number: 007A00047849

RECEIVED
07 AUG -9 AM 8:00
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE
Division of Corporations

July 18, 2007

BARRY L. MILLER, P.A.
C/O CHRISTINE L. RIOS
11 N. SUMMERLIN AVENUE #100
ORLANDO, FL 32801

SUBJECT: HIGGINS, INC.
Ref. Number: P00000116477

We have received your document for HIGGINS, INC. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The incorporator(s) cannot be amended or changed. Please correct your document accordingly.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6908.

Sylvia Gilbert
Document Specialist

Letter Number: 107A00045399

Corrected

RECEIVED
07 AUG -2 AM 8:00
DIVISION OF CORPORATIONS

BARRY L. MILLER, P.A.

Attorney at Law
11 N. Summerlin Ave., #100
Orlando, Florida 32801
407-423-1700
FAX 407-422-5938

July 12, 2007

Secretary of State
State of Florida
P.O. Box 6327
Tallahassee, FL 32314

Re: Higgins, Inc. to Higgins, P.A.
Articles of Amendment to Articles of Incorporation

Gentlemen:

Enclosed please find the original and one copy of the Articles of Amendment to Articles of Incorporation for the above corporation. Please file same and return your certificate with one copy of the Articles time stamped from your office.

Thank you for your time and cooperation in this matter.

Very truly yours,



Christine L. Rios
Legal Assistant

CLR/

Enc.

Articles of Amendment
to
Articles of Incorporation
of

FILED
2007 AUG -9 PM 1:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Higgins, Inc.

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

P00000116477

(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:

NEW CORPORATE NAME (if changing):

Higgins, P.A.

(Must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.")
(A professional corporation must contain the word "chartered", "professional association," or the abbreviation "P.A.")

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: (**BE SPECIFIC**)

PLEASE SEE ATTACHED "EXHIBIT A"

(Attach additional pages if necessary)

If an amendment provides for 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

(continued)

EXHIBIT "A"

NEW ARTICLES OF INCORPORATION

ARTICLES OF INCORPORATION
FOR
Higgins, P.A.

WE, the undersigned hereby associated ourselves together for the purpose of becoming a corporation under and by virtue of the laws of the State of Florida, by and under the provisions of the statutes of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

ARTICLE I
CORPORATE NAME

The name of this corporation shall be:

Higgins, P.A.

ARTICLE II
NATURE OF BUSINESS AND POWERS

The objects and purposes of this corporation and the general nature of the business or businesses to be transacted shall be as follows:

1. To primarily engage in the business of real estate sales and related services and related services without limitation.
2. To engage in any and all business permitted under the laws of the State of Florida.
3. To make and enter into all contracts necessary and proper for the conduct of its business or businesses.
4. To borrow money of any person, firm or corporation, to issue bonds, debentures, or obligations of this corporation from time to time for any of the objectives or purposes of the corporation and to secure same by mortgage, pledge or by any other lawful means.
5. To have offices, conduct its business and to promote its objectives within or out of the State of Florida, and other states, the District of Columbia, the territories and possessions of the United States and in foreign countries without restrictions as to place or amount.
6. To do any and all things necessary, suitable and proper to the accomplishment of any of the purposes or for the attainment of any of the objectives or for the exercise of any of the powers herein set forth, whether specified or not, either along or in connection with other firms, individuals or corporations whether in the State of Florida, or throughout the United States, or elsewhere, and to do any other act or acts, things or things identical or pertinent to or connected with the business

herein before described, or in any part or parts thereafter, if not inconsistent with the laws of the State of Florida.

7. In general, this corporation shall have and exercise all the powers conferred by the laws of the State of Florida upon corporations for profit. It is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner.

ARTICLE III

TERMS OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE IV

CAPITAL STOCK

The capital stock of the corporation shall consist of 100,000 shares of common stock with par value of \$1.00.

ARTICLE V

ADDITIONAL CAPITAL

The corporation shall commence business with adequate capitalization.

ARTICLE VI

REGISTERED AGENT & INITIAL REGISTERED OFFICE

The Registered Agent and the street address for the Initial Registered office of this corporation in the State of Florida shall be:

Richard A. Higgins, 1607 E. Washington St., Orlando, FL 32803

The Board of Directors, from time to time, may move the Registered office to any other address in the State of Florida.

ARTICLE VII

CORPORATE PRINCIPLE OFFICE

The principle office and mailing address of the Corporation shall be:

1607 E. Washington St., Orlando, FL 32803

ARTICLE VIII

BOARD OF DIRECTORS

The business of the corporation shall be conducted by a Board of not less than one (1) director. The

number of directors may be increased or diminished from time to time by the by laws adopted by the stockholders, but shall never be less than one (1). The name and address of the initial directors are as follows:

Richard A. Higgins, 1607 E. Washington St., Orlando, FL 32803
Karleen M. Higgins, 1607 E. Washington St., Orlando, FL 32803

ARTICLE IX **OFFICERS**

The officers of the corporation shall be a President, one or more Vice Presidents, a Secretary and a Treasurer. The number of Vice Presidents may be fixed and determined by the Board of Directors from time to time. Until the first meeting of the Board of Directors, or until their successors are elected and have qualified, the following shall be the first officers of the corporation:

President/Treasurer/Secretary: Richard A. Higgins
Vice President: Karleen M. Higgins

ARTICLE X **ANNUAL MEETING**

The annual meeting of the stockholders shall be held in the first week of January of each year or at such time as may be fixed by the by-laws, at which time the Board of Directors shall be elected and such other business as may properly come before the meeting may be considered and transacted.

The Officers of the corporation shall be elected annually by the Board of Directors at a meeting of the Board of Directors to be held annually immediately following the annual stockholders meeting.

The time, place, and manner of calling meetings of the stockholders and Directors shall be fixed by the by-laws of the corporation. The Board of Directors may provide for the election of and prescribe the duties of each of the officers and agents as the Board may deem advisable and proper and to take such action not inconsistent with the Articles of Incorporation and the laws of the State of Florida, as such Board may deem advisable for the conduct and operation of the business of the corporation.

The Board of Directors shall appoint a Registered Agent as required by the laws of the State of Florida.

ARTICLE XI
LIABILITY

The highest amount of liability to which this corporation can, at any time, subject itself, shall be unlimited.

ARTICLE XII
PRE-EMPTIVE RIGHTS

The Shareholders of this corporation shall have a pre-emptive right to acquire unissued or treasury shares of the corporation convertible into or carrying a right to subscribe or acquire shares as issues by this corporation.

ARTICLE XIII
SPECIAL MEETING

A special meeting of the incorporators and the Board of Directors shall be held on the call of the President, for the purpose of completing the organization of the corporation and the adoption of the by-laws and the transaction of such other business as may come before the meeting.

ARTICLE XIV
AMENDMENT

These Articles of Incorporation may be amended in the manner provided in the by-laws. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders meeting by at least a majority of the stock entitled to vote, unless all of the Directors and all of the Shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation are to be made.

IN WITNESS HEREOF, the undersigned, as incorporator, has executed the foregoing Articles of Incorporation on this 20th day of July, 2007.

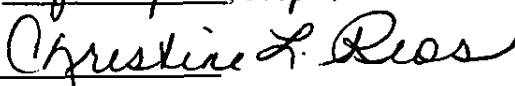

Richard A. Higgins, Director

STATE OF FLORIDA)
COUNTY OF ORANGE)

BEFORE ME, Notary Public, personally appeared Richard A. Higgins who is personally known by the undersigned notary/or provided the following identification Drivers License and was sworn to and subscribed before me this 20th day of July, 2007.



Christine L. Rios
My Commission DD282403
Expires April 30, 2008


Notary Public
My Commission Expires:

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS FOR THIS STATE NAMING THE AGENT UPON WHOM PROCESS MAY BE
SERVED.

Pursuant to chapter 48.09, Florida Statutes, the following is submitted in compliance with said act:

THAT Higgins, P.A. desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at the City of Orlando, County of Orange, State of Florida, has named:

Richard A. Higgins, 1607 E. Washington St., Orlando, FL 32803

as its agent to accept service of process within the State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at a place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said act relative to keeping open said office.


Richard A. Higgins

The date of each amendment(s) adoption: July 12, 2007

Effective date if applicable: July 12, 2007
(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(CHECK ONE)**

- ☒ The amendment(s) was/were approved 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.

Signature See Articles
(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)

Richard A. Higgins
(Typed or printed name of person signing)

Director
(Title of person signing)

FILING FEE: \$35