

# P03000009760

Florida Department of State  
Division of Corporations  
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From: Account Name : ACE INDUSTRIES, INC.  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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BASIC AMENDMENT

RLP (FUDGE), INC.

|                       |         |
|-----------------------|---------|
| Certificate of Status | 0       |
| Certified Copy        | 1       |
| Page Count            | 01      |
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FLORIDA DEPARTMENT OF STATE  
Ken Detsner  
Secretary of State

February 3, 2003

RLP (FUDGE), INC.  
301 N. CATILEMEN ROAD, SUITE 205  
SARASOTA, FL 34232

SUBJECT: RLP (FUDGE), INC.  
REF: P03000009760

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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Karen Gibson  
Document Specialist

FAX Aud. #: H03000038742  
Letter Number: 103A00007054



**FLORIDA DEPARTMENT OF STATE**

**Ken Detzner**  
Secretary of State

January 31, 2003

RLP (FUDGE), INC.  
301 N. CATILEMEN ROAD, SUITE 205  
SARASOTA, FL 34232

SUBJECT: RLP (FUDGE), INC.  
REF: B03000009760

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Please entitle your document Restated Articles of Incorporation.

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 ENTITLE THE FIRST PAGE - CERTIFICATE TO RESTATED ARTICLES. THE ARTICLES THEMSELVES SHOULD BE - RESTATED ARTICLES OF INCORPORATION.

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) 245-6880.

Karen Gibson  
Document Specialist

FAX Aud. #: B03000038742  
Letter Number: 303A00006659

HO3-38742

**CERTIFICATE TO RESTATED ARTICLES  
OF**

**RLP (FUDGE), INC.**  
(Present Name of Corporation)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendments to its articles of incorporation:

**FIRST:** Amendment(s) adopted: Indicate article number(s) being amended, added or deleted.

**DELETE: PREVIOUS ARTICLES**

**ADDED: USE SUBMITTED ARTICLES**

**SECOND:** If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

**THIRD:** The date of each amendment's adoption: 01/31/ 03

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

- ☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) 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 board of directors without shareholder action and shareholder action was not required.
- ☐ The amendment(s) was/were adopted by the incorporator without shareholder action and shareholder action was not required.

SIGNED THIS JANUARY DAY 31 OF 2003.

SIGNATURE:



(By the Chairman or Vice Chairman of the Board of Directors, President, Incorporator, Director, Registered Agent or other officer if adopted by the shareholders.)

**TYPED OR PRINTED NAME: PAUL THOMAS WILLIAMS**

**TITLE: PRESIDENT**

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~~Restated~~ Articles of Incorporation of:  
RLP (FUDGE), INC.

Article I Name:  
RLP (FUDGE), INC.

Article II Principal Office:  
301 N. Cattlemen Road, Suite 205  
Sarasota, Florida 34232

Article III Capital Stock:  
The Corporation is authorized to have 7,500 shares of common stock with par value of  
\$1.00 (one dollar) each

Article IV Terms of Existence:  
The term for which the corporation shall exist shall be perpetual, commencing on the filing  
of these Articles with the Secretary of State, State of Florida.

Article V Nature of business:  
This corporation is organized for the purpose of engaging in and transacting any or all  
lawful business permitted under the laws of the State of Florida or any other State of the  
United States.

Article VI Name & Address of Incorporator (s)  
Paul Thomas Williams  
301 N. Cattlemen Road, Suite 205  
Sarasota, Florida 34232

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Certificate of Designation Registered Agent/Registered Office

The name of the Corporation is:

RLP (FUDGE), INC.

The name and address of the registered agent and office is:

Paul Thomas Williams  
301 N. Cattlemen Road, Suite 205  
Sarasota, Florida 34232

Signature: 

Name: Paul Thomas Williams

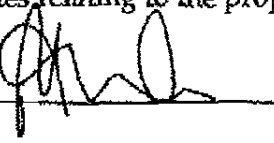
Title: President

Date: 01/14/03

Acceptance of appointment as  
Registered Agent for

RLP (FUDGE), INC.

Having been named to accept service of process for the above stated corporation, at the place designated in the corporation's Articles of Incorporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties.

Signature: 

Name: Paul Thomas Williams

Title: President

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Article VII Initial Board of Directors:

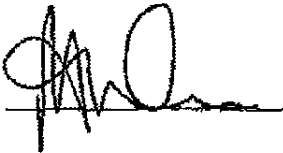
This corporation shall have one (1) Director initially. The number of Directors may be increased or decreased from time to time, by amendment to the Bylaws, but in no event shall the number of Directors be reduced below one (1). The name and address of the one initial Director of this corporation is:

Paul Thomas Williams, President  
301 N. Cattlemen Road, Suite 205  
Sarasota, Florida 34232

The undersigned have executed these articles of incorporation this:

14th of January, 2003

Signature: \_\_\_\_\_



Name: Paul Thomas Williams

Title: President

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