

P04000008282

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04 MAY 27 PM 2:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AMEND
ORC
6/3

TRANSMITTAL LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: STILL WATERS CONSTRUCTION OF PASCO, INC

DOCUMENT NUMBER: P04000008282

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

Please return all correspondence concerning this matter to the following:

Tonya Beeman

(Name of Person)

Still Waters Construction of Pasco, Inc.

(Name of Firm/ Company)

10012 Moon Lake Rd

(Address)

New Port Richey, FL 34654

(City/ State/ and Zip Code)

For further information concerning this matter, please call:

Tonya Beeman

(Name of Person)

at (727)

856-8810

(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
409 E. Gaines Street
Tallahassee, FL 32399

Articles of Amendment
to
Articles of Incorporation
of

STILL WATERS CONSTRUCTION OF PASCO, INC.

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

P04000008282

(Document number of corporation (if known))

FILED
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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 amendment(s) to its Articles of Incorporation:

NEW CORPORATE NAME (if changing):

(must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.")

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

ARTICLE X: The board of directors shall be fixed by the bylaws of the corporation. The board of directors shall consist of TWO directors whose names and addresses are as follows:

Gregory A. Beeman 9930 Leguna St., New Port Richey, FL 34654

Tonya M. Beeman 9930 Leguna St., New Port Richey, FL 34654

Article XI: The name and addresses of the Officers of the Corporation are as follows:

Gregory A. Beeman 9930 Leguna St., New Port Richey, FL 34654 Title: President

Tonya M. Beeman 9930 Leguna St., New Port Richey, FL 34654 Title: Vice President/Treasurer

Larry A. Styron 9355 Spare Drive New Port Richey, FL 34654 Title: Secretary

See Additional Attachment -1

(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)

As of May 27, 2004 the amendment provides for cancellation of 100 shares issued to Bradley L. Atkinson,

and the reclassification of shares to be reissued to Still Waters Construction of Pasco, Inc.

See Attachment of Minutes of Meeting May 12, 2004.

(continued)

The date of each amendment(s) adoption: May 12, 2004

Effective date if applicable: May 27, 2004
(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.

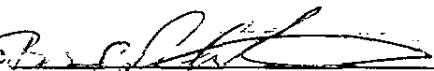
☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"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.

Signed this 24th day of May, 2004

Signature 
(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)

Bradley L. Atkinson
(Typed or printed name of person signing)

President
(Title of person signing)

FILING FEE: \$35

ATTACHMENT-1
Articles of Amendment
to
Articles of Incorporation
of

STILL WATERS CONSTRUCTION OF PASCO, INC

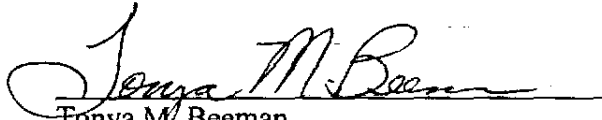
P04000008282

ARTICLE XII:

The registered agent of the corporation is Tonya M. Beeman. The street address of the corporations registered office is 10012 Moon Lake Rd, New Port Richey, FL 34654.

Acceptance By Registered Agent

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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, and I am familiar with and accept the obligations of my position as registered agent.


Tonya M. Beeman
Registered Agent

Still Waters Construction of Pasco, Inc.
Shareholder Called Meeting
May 12, 2004
Minutes

The shareholders of the Corporation called a special meeting for the purpose of reorganization of the corporation.

The meeting was called to order and opened in prayer by President, Bradley Atkinson. Those in attendance were Bradley L. Atkinson, President, Gregory A. Beeman; Vice President/Treasurer, Sherry Atkinson; spouse of Bradley, Tonya Beeman; spouse of Gregory.

Bradley Atkinson formally announced his desire to have a business separate from Gregory Beeman. He had previously requested for Tonya Beeman to research the options for restructuring the corporation in a manner that would benefit both parties involved as to not cause either member to be without necessary requirements to work within the construction industry. The meeting was turned over to Tonya for an update.

Tonya explained the options of dissolving the original corporation and each party registering a new corporation and the cost associated with that option. She then explained the option of amending the original corporation and setting up one new corporation for the other party and the cost associated with that option. The shareholders agreed it was financially in their best interest to amend the original and set up one new corporation for the other partner. It was then discussed as to who would keep the original corporation. Tonya explained it would be preferable for Gregory to keep the name Still Waters Construction of Pasco, Inc.; due to the office being currently located in a building leased by her for another business using the name Still Water Studios. Prior to the original incorporation Bradley was doing business as B.A. Woodworks and was known by that name within the construction industry. The name was not being used by any other corporation and Bradley could incorporate under this name. It was decided that Gregory would retain ownership of Still Waters Construction of Pasco, Inc. by amending the corporation and a new corporation would be set up for Bradley using the name B.A. Woodworks, Inc. The new incorporation would be filled for immediately and once in place and the necessary documents were filed with the proper agencies the amendment would be effective. The date will be determined by the timeline of that process.

The following was agreed upon by Gregory Beeman and Bradley Atkinson: Gregory was at liberty to decide who the new directors, officers, and registered agent of Still Waters Construction of Pasco, Inc. would be. Bradley will determine initial directors, officers and registered agents for B.A. Woodworks, Inc. Tonya Beeman would assist in filing necessary paperwork for B.A. Woodworks, Inc. and aid Bradley in filing necessary documents associated with incorporating and the current requirements within the construction industry. Bradley Atkinson currently holds 100 issued shares in the corporation. At the effective date of the amendment, these shares will be cancelled and reclassified to be reissued back to the corporation. Once all necessary documents are in

place each individual will attend to their individual corporations. In no way will the two corporations be connected nor will either party have any legal or financial claims to the other.

The financial standing of the company was discussed; the parties agreed that to date the corporation had not made a profit. Both parties have made financial contributions to the business that is considered to be equal. The assets of the business consist of tools brought into the corporation by both parties and some tools acquired during the operation. Both parties agreed that each would retain their property brought into the business and equipment purchased would be equally divided. The cost of setting up the new corporation for Bradley, the amendment to the original as well as the cost of down payments for initial necessary insurance policies, etc. will be paid by the funds currently available from Still Waters Construction of Pasco, Inc. The account to date has a balance of 250.00, with an accounts receivable balance of 1500.00. After upcoming weekly draws of 500.00 each the balance would be \$750.00 to cover the cost of the restructure as well as existing overhead until the time the parties are independent of one another. Any funds left at that point will be divided by the parties.

Sherry Atkinson currently is in a contract with Nextel for phones which are being used by Still Waters Construction of Pasco, Inc. It is agreed that SWCOP, Inc will retain possession of said phones and will be responsible for the payment of bills until the time the contract is up.

No further discussion appeared to be necessary at the time. Any other issues would be resolved amicably between the shareholders in the most expeditious way possible as to allow them to continue working and keep their friendship intact.

Meeting adjourned