

P040000094489

(Requestor's Name)

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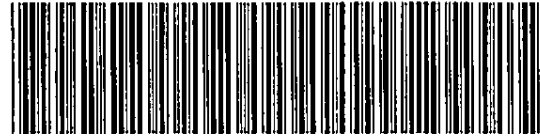
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amended/Restated

MAY 24 2018

I ALBRITTON

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: J.B. Chart Development Co., Inc.

DOCUMENT NUMBER: P04000094489

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

Please return all correspondence concerning this matter to the following:

Dave Pederson

Name of Contact Person
Dunlap & Seeger, P.A.

Firm/ Company
30 3rd Street SE, Suite 400

Address
Rochester, Minnesota 55904

City/ State and Zip Code

tbrogan@titanddevelopment.us

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

For further information concerning this matter, please call:

Dave Pederson at (507) 288-9111

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

May 3, 2018

NICHOLAS AKOGERAM
DUNLAP & SEEGER, P.A.
30 3RD STREET SE - STE. 400
ROCHESTER, MN 55904

SUBJECT: J.B. CHART DEVELOPMENT CO., INC.
Ref. Number: P04000094489

We have received your document for J.B. CHART DEVELOPMENT CO., INC. and your check(s) totaling \$35.00. 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 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) 245-6050.

Irene Albritton
Regulatory Specialist II

Letter Number: 218A00009158

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18 MAY 24 AM 11:04
SECRETARY OF
TALLAHASSEE

FILED
2008 MAY 24 PM 2:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
J.B. CHART DEVELOPMENT CO., INC.**

The undersigned, being a natural person of full age and the Chief Executive Officer of J.B Chart Development Co., Inc., is duly sworn and authorized to file this Amended and Restated Articles of Incorporation for the purpose of amending and restating the Articles of Incorporation of said corporation filed on June 21, 2004, and as amended by the Articles of Amendment to Articles of Incorporation of said corporation filed on July 29, 2005, pursuant to Florida Statutes Section 607.1007, do hereby establish a body corporate and adopt the following Amended and Restated Articles of Incorporation:

ARTICLE I. NAME

The name of this corporation shall be J.B. Chart Development Co., Inc.

ARTICLE II. PRINCIPAL OFFICE

The registered office of this corporation is located at 1111 Bimini Lane, Riviera Beach, Florida 33404.

ARTICLE III. PURPOSES

The purposes for which this corporation is organized are as follows:

- A. General business purposes.
- B. To do everything necessary, proper, advisable, or convenient for the accomplishment of the purposes set forth above, and to do all other things in connection with the above purposes which are not forbidden by law or by these Articles of Incorporation.
- C. To carry out the purposes set forth above in any state or possession of the United States, or in any foreign country, to the extent that such purposes are not forbidden by the laws thereof.

ARTICLE IV. DURATION

The duration of this corporation shall be perpetual.

ARTICLE V. CURRENT AGENT AND OFFICE

The name and post office address of the current registered agent of this corporation is:

Name

Address

Curtis T. Jewell

1111 Bimini Lane
Riviera Beach, Florida 33404

ARTICLE VI. AUTHORIZED SHARES

- A. The total authorized number of shares of this corporation shall be 10,000 shares. These shall be common stock with no par value.
- B. The Board of Directors may, from time to time, establish by resolution different classes or series of shares and may fix the rights and preferences of said shares in any class or series.
- C. The Board of Directors shall have the authority to issue shares of a class or series to holders of shares of another class or series to effectuate share dividends, splits, or conversion of its outstanding shares.
- D. Except as may be otherwise provided by the Board of Directors in a resolution establishing a class or series of the shares of this corporation, shareholders shall have no preemptive rights.
- E. No shareholder shall be entitled to any cumulative voting rights.
- F. The shareholders shall take action by the affirmative vote of holders of fifty-one percent (51%) of the voting power of the shares present, except where a larger proportion is required by law, these Articles or a shareholder control agreement.

ARTICLE VII. DIRECTORS

The name and post office address of the members of the first Board of Directors of this corporation are:

Name

Address

Gus Chafoulas

30 3rd Street SE, Suite 600
Rochester, MN 55904

Curtis T. Jewell

1111 Bimini Lane
Riviera Beach, FL 33404

ARTICLE VIII. DIRECTOR LIABILITY

A director of the corporation shall not be personally liable to the corporation or its shareholders for monetary damages for breach of fiduciary duty as a director, except for the following:

- A. Liability based on a breach of the duty of loyalty to the corporation or the shareholders;
- B. Liability for acts or omissions not in good faith or that involve intentional misconduct or a knowing violation of law;
- C. Liability based on the payment of an improper dividend or any transaction from which the director will personally receive a benefit in money, property, or services to which the director is not legally entitled under Florida Statutes Section 607.0831 or on violations of federal or state securities laws; or
- D. Liability for any act or omission occurring prior to the date this Article becomes effective.

If the Florida Business Corporation Act hereafter is amended to authorize the further elimination or limitation of the liability of directors, then the liability of a director of the corporation in addition to the limitation on personal liability provided herein, shall be limited to the fullest extent permitted by the amended Florida Business Corporation Act. Any repeal or modification of this Article by the shareholders of the corporation shall be prospective only, and shall not adversely affect any limitation on the personal liability of a director of the corporation existing at the time of such repeal or modification.

ARTICLE IX. RELATED ENTITY TRANSACTIONS

In the absence of fraud, no contract or other transaction between this corporation and any other corporation or business entity shall in any way be invalidated or affected by the fact that any one or more of the directors of this corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation or business entity. Any director of this corporation, or any business entity with which any director may be associated, may make a contract or transact business with this corporation. Subject to the terms and conditions of Florida Statutes Section 607.0832, such contract or transaction will be valid, absent fraud, provided such association shall have been disclosed to the Board of Directors of this corporation.

ARTICLE X. WRITTEN ACTION

A written action by the Board of Directors taken without a meeting may be signed by the number of directors that would be required to take the same action at a meeting of the Board of Directors at which all directors are present.

[Signature Page to Follow]

IN WITNESS WHEREOF, I have hereunto set my hand this 1 day of January
_____, 2018.



Gus Chafoulias, Chief Executive Officer

The date of each amendment(s) adoption: _____, if other than the date this document was signed.

Effective date if applicable: _____
(no more than 90 days after amendment file date)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

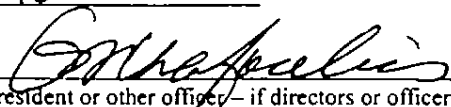
Adoption of Amendment(s) (CHECK ONE)

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

Dated 5/16/2018

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)

Gus Chafoulas Gus A CHAFOULIAS
(Typed or printed name of person signing)

Chief Executive Officer

(Title of person signing)