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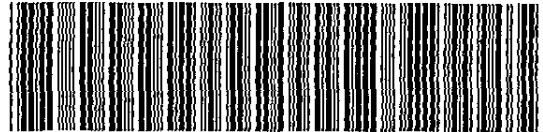
Special Instructions to Filing Officer:

Diane Zorger
Authorized the
Oct 8th Adoption Date

(1a)

Office Use Only

Amend name
change
(1a) 10.25.04



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10/15/04--01015--005 **35.00

FILED
04 OCT 15 PM 4:58
CLERK OF STATE
TALLAHASSEE, FLORIDA

ERNIE C. LISCH

ATTORNEY AT LAW

3011 MANATEE AVENUE WEST
BRADENTON, FLORIDA 34205

September 23, 2004

TELEPHONE
(941) 748-8464
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(941) 747-1461

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Cheryl D. Wofford, P.A.
Our File No. 04-158

FILED
04 OCT 15 PM 4:58
TALLAHASSEE, FLORIDA
DIVISION OF STATE

To Whomever It May Concern:

Attached hereto for filing are Articles of Amendment of Cheryl D. Wofford, Inc., filed under Charter Number P04000100751, together with my client's check in the amount of \$35.00. Please return confirmation of the filing of these Articles to my office at the above address.

Thank you for your attention to this matter.

Sincerely yours,


Ernie C. Lisch

ECL/dez
enc.

FILED
04 OCT 15 PM 1:08
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT

Pursuant to Florida Statute 621.04, the Articles of Incorporation of CHERYL D. WOFFORD, INC., which were filed on July 1, 2004, are hereby amended to read as follows:

ARTICLE I - Name and Corporate Address

The name of this corporation is CHERYL D. WOFFORD, P.A., with its mailing address and principal office located at 3202 Lakeside Circle, Parrish, Florida 34219.

ARTICLE II - Purposes

The general nature and purposes of business to be transacted, promoted and carried on by the corporation are as follows:

- a. To engage in every aspect in the sale of real estate, and all its fields of specializations, as are engaged in by Florida realtors.
- b. To engage and render the professional services involved only through its officers, agents and employees who shall be realtors in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional service as this corporation.
- c. To invest its funds in real estate, mortgages, stocks, bonds and any other type of investments permitted by law.
- d. To engage in no other business other than the rendition of the professional services specified herein.
- e. To do everything necessary and proper in accomplishing the purposes herein set forth and to do anything incidental thereto which is not forbidden under the laws of the State of Florida.

Article III - Capital Stock

- a. The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be 1,000 shares of common stock at \$1.00 per share par value.
- b. The consideration to be paid for each share shall be payable in lawful money or property, labor or services.
- c. Shares of the corporation's stock and certificates shall be issued only to realtors in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional services as this corporation.

Article IV - Duration

The corporation shall have perpetual existence.

Article V - Registered Agent

The initial registered office of this corporation shall be 3202 Lakeside Circle, Parrish, Florida 34219, and the initial registered agent of this corporation at such office shall be Cheryl D. Wofford, who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes, as amended from time to time, with respect to keeping an office open for service of process.

Article VI - Incorporator

The names and street addresses of the persons signing these Articles of Incorporation are:

<u>Name</u>	<u>Address</u>
Cheryl D. Wofford	3202 Lakeside Circle Parrish, Florida 34219

Article VII - Board of Directors

The corporation shall have a Board of Directors consisting of one (1) person. The number of Directors may be increased or decreased from time to time by a resolution of the majority of the Stockholders, but shall never be less than one. The name and address of the initial Director of this corporation is:

<u>Name</u>	<u>Address</u>
Cheryl D. Wofford	3202 Lakeside Circle Parrish, Florida 34219

Article VIII - Informal Shareholder Action

Any action of the Shareholders may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all the Shareholders entitled to vote upon such action at a meeting and filed with the Secretary of the corporation as part of the corporate records.

Article IX - Severance and Termination of Employment

If any officer, director, stockholder, agent or employee of this corporation becomes legally disqualified to render the professional services for which the corporation is organized, or accepts employment that places restrictions or limitations on his or her continued rendering of such professional services, he or she shall forthwith sever all employment with the corporation, and shall not thereafter participate or share, directly or indirectly, in any earnings or profits realized by the

corporation on account of professional services. The corporation shall forthwith, upon such disqualification of any shareholder, purchase such shareholder's shares and pay him or her all amounts owing and lawfully due to him or her by the corporation, except that such shares shall not be entitled to dividends.

Article X - Informal Director Action

If all of the Directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

Article XI - Indemnification

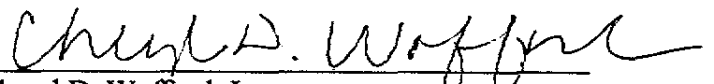
The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.


Article XII - Bylaw Amendment

The power to adopt, alter, amend or repeal the bylaws of this corporation shall be vested in the Board of Directors and Stockholders provided that such amendment be in compliance with the laws of the State of Florida governing a Professional Service Corporation.

The foregoing amendment was adopted by the shareholders of this corporation and said shareholders have elected to bring the corporation within the provisions of the Professional Service Corporation Act, Chapter 621, Florida Statutes.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation in the State of Florida this 8th day of October 2004.


Cheryl D. Wofford, Incorporator


Cheryl D. Wofford, Registered Agent

STATE OF FLORIDA
COUNTY OF MANATEE

BEFORE ME, the undersigned authority, personally appeared Cheryl D. Wofford, who is to me well known to be the person described in and who executed the foregoing Articles of Incorporation as the Incorporator, and she acknowledged to and before me that she executed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at Bradenton, Manatee County, Florida, this 12 day of October 2004.



Diane E. Zorger
Notary Public
Print Name: _____
Commission #: _____
Commission Expires: _____