

P07000109080

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

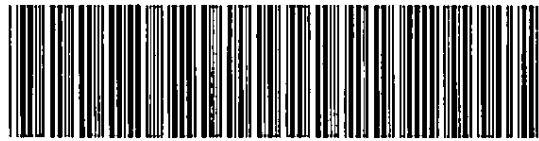
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



000375447070

*Amended &  
Restated  
Articles*

10/27/21--01010--007 ++35.00

2021 OCT 27 AM 10:30  
CLERK OF STATE  
TALLAHASSEE, FL 32304

FILED

A. RAMSEY  
NOV 09 2021

## COVER LETTER

Department of State  
Amendment Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

SUBJECT: Access Real Estate Ventures, Inc.  
CORPORATE NAME

Enclosed are an original and one (1) copy of the <sup>Amended &</sup>restated articles of incorporation and a check for:

☒ \$35.00      ☐ \$43.75  
Filing Fee      Filing Fee  
                         & Certificate of Status

☐ \$43.75      ☐ \$52.50  
Filing Fee      Filing Fee,  
& Certified Copy      Certified Copy  
                         & Certificate of  
                         Status

**ADDITIONAL COPY REQUIRED**

FROM: Julie B. Frost  
Name (Printed or typed)

12151 Musket Lane  
Address

Fort Myers, FL 33912  
City, State & Zip

\_\_\_\_\_  
Daytime Telephone number

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

**NOTE: Please provide the original and one copy of the document.**

**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
ACCESS REAL ESTATE VENTURES, INC.**

**FILED**  
**2021 OCT 27 AM 10:30**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

The following Amended and Restated Articles of Incorporation were duly adopted by a vote of the shareholders and directors on October 4, 2021, to be effective October 4, 2021:

**CHARTER**

**Article I**

The name of the Corporation shall be ACCESS REAL ESTATE VENTURES, INC. located in Lehigh Acres, County of Lee, State of Florida.

**Article II**

The Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

**Article III**

The amount of the capital stock of this Corporation shall be 10,000 shares of no par value stock, which said stock shall be non assessable to be held, sold, and paid for at such time and in such manner as the Board of Directors may from time to time determine. All of the capital stock shall be common stock.

**Article IV**

The Corporation commenced business on filing with the Secretary of State on October 2, 2007.

**Article V**

The Corporation shall have perpetual existence, except that the same may be dissolved, as provided by law.

#### Article VI

The principal place for the transaction of its business shall be 1150 Lee Blvd., Suite 1, Lehigh Acres, County of Lee, State of Florida. The mailing address for the Corporation shall be 12151 Musket Lane, Fort Myers, Florida 33912. The Corporation shall have the right and authority to do business at such other place or places within or without the State of Florida.

#### Article VII

The Corporation shall have a Board of Directors consisting of two (2) directors, which may be increased to not more than four (4) directors. The number of directors each year may be determined by the Shareholders at their annual meeting, or may be fixed by the Bylaws.

#### Article VIII

The officers by whom the business of said Corporation shall be conducted shall be a President, a Vice President, a Secretary and a Treasurer and such other officers, agents and factors shall be chosen in such manner, hold their office for such term and have such powers and duties as may be prescribed by the Bylaws or determined by the Board of Directors. The names and post office addresses of the Officers and first Board of Directors who shall conduct the business of the Corporation until their successors are elected and qualified following the first meeting of shareholders shall be:

Julie B. Frost  
12151 Musket Lane  
Fort Myers, Florida 33912

Director  
President/Treasurer

Jacob A. Frost  
12151 Musket Lane  
Fort Myers, Florida 33912

Director  
Vice President

Michelle Stiger  
1150 Lee Blvd., Suite 1  
Lehigh Acres, Florida 33936

Secretary

#### Article IX

The name and post office address of the subscribers of these Articles of Incorporation, with the amount of stock subscribed for and agreed to be taken by each are as follows:

Eddy D. Frost and Julie B. Frost, Co-Trustees of the Eddie D. Frost Trust u/a/d 08/20/2008 12151 Musket Lane Fort Myers, Florida 33912	5,000.00 shares	no par value
--	-----------------	--------------

Julie B. Frost and Eddy D. Frost, Co-Trustees of the Julie B. Frost Trust u/a/d 08/20/2008 12151 Musket Lane Fort Myers, Florida 33912	5,000.00 shares	no par value
--	-----------------	--------------

A unanimous vote of the shareholders and directors approved these Amended and Restated Articles of Incorporation on October 4, 2021.

#### Article X

The amount of indebtedness or liability to which the Corporation at any time may subject itself shall be unlimited.

#### Article XI

The street address of the initial registered office of this Corporation is 12151 Musket Lane, Fort Myers, Florida 33912, and the name of the initial registered agent of this Corporation at that address is Julie B. Frost.

#### Article XII

Each shareholder, upon the sale for cash of any new stock of this Corporation, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

### Article XIII

The Bylaws of this Corporation shall be adopted by the Board of Directors. The Bylaws may be amended from time to time by either the shareholders or the directors. The shareholders may amend, alter, or repeal any Bylaw adopted by the directors. The directors may not alter, amend or repeal any Bylaw adopted by the shareholders, nor may the directors adopt Bylaws which would be in conflict with the Bylaws adopted by the shareholders.

### Article XIV

Any subscriber or shareholder present at any meeting, either in person, or by proxy, and any directors present in person at any meeting of the Board of Directors shall conclusively be deemed to have received proper notice of such meeting unless he shall make objection at such meeting to any defect or insufficiency of notice.

### Article XV

Each director and officer of the Corporation, whether or not then in office, shall be indemnified by the Corporation against all cost and expense reasonably incurred or imposed upon him in connection with or arising out of any claim, demand, action, suit or proceeding in which he may be involved or to which he may be made a party by reason of his being or having been a director or officer of the Corporation, said expense to include attorney's fees and the cost of reasonable settlement made with a view to curtailment of cost of litigation, except in relation to matters as to which he finally shall be adjudged in any such action, suit, or proceeding to have been derelict in the performance of his duty as such officer or director. Such right of indemnification shall not be exclusive of any other rights to which he may be entitled as a matter of law, and the foregoing right of indemnification shall inure to the benefit of the heirs, executors and administrators of any such director or officer.

### Article XVI

A director or officer of the Corporation shall not be disqualified by his or her office from dealing or contracting with the Corporation either as a vendor, purchaser, or otherwise, nor shall any transaction or

contract of the Corporation be void or voidable by reason of the fact that any director or officer or any firm of which any director or officer is a member or any corporation of which any director or officer is a shareholder, officer, or director, is in any way interested in such transaction or contract, provided that such transaction or contract is or shall be authorized, ratified, or approved either (a) by a vote of a majority of a quorum of the Board of Directors, without counting in such majority or quorum any director so interested or member of a firm so interested, or a shareholder, officer, or director of a corporation so interested, or (b) by the written consent, or by the vote of any shareholders meeting of the holders of record, of a majority of all the outstanding shares of stock in the corporation entitled to vote, nor shall any director or officer be liable to account to the corporation for any profits realized by or from or through any such transaction or contract authorized, ratified, or approved as herein provided by reason of the fact that he, or any firm of which he is a member or any corporation of which he is a shareholder, officer, or director, was interested in such transaction or contract. Nothing herein contained shall create liability in the events above described or prevent the authorized approval of such contracts in any other manner permitted by law.

IN WITNESS WHEREOF, we, the undersigned, being the original subscribers to the capital stock hereinbefore mentioned for the purpose of forming a corporation under the laws of the State of Florida do make, subscribe, acknowledge and file the foregoing Articles of Incorporation, hereby certifying that the facts therein stated are true, and hereby agree to take the number of shares of stock hereinbefore set forth at the consideration stated, and accordingly set our hand and seal at Fort Myers, Florida this 4<sup>th</sup> day of October, 2021.

Eddy D. Frost (Seal)  
Eddy D. Frost, Co-Trustee of the Eddie D. Frost Trust  
dated August 20, 2008

Eddy D. Frost (Seal)  
Eddy D. Frost, Co-Trustee of the Julie B. Frost Trust dated  
August 20, 2008

Julie B. Frost (Seal)  
Julie B. Frost, Co-Trustee of the Eddie D. Frost Trust  
dated August 20, 2008

Julie B. Frost (Seal)  
Julie B. Frost, Co-Trustee of the Julie B. Frost Trust dated  
August 20, 2008

STATE OF FLORIDA            )  
  )  
COUNTY OF Lee            )

The foregoing instrument was acknowledged before me by means of ☐ physical presence or ☐ online notarization, this 4 day of October, 2021, by Eddy D. Frost, and Julie B. Frost, Co-Trustees of the Eddie D. Frost Trust dated August 20, 2008, and Julie B. Frost and Eddy D. Frost, Co-Trustees of the Julie B. Frost Trust dated August 20, 2008 who are personally known to me or who has produced \_\_\_\_\_ as identification.

Michelle M. Stiger  
Print Name: Michelle M. Stiger  
Notary Public - State of Florida  
Commission No.: HH096375  
My Commission Expires: 6-18-2025





**ARTICLE VIII EFFECTIVE DATE:**

Effective date, if other than the date of filing: \_\_\_\_\_ (OPTIONAL)

(If an effective date is listed, the date must be specific and cannot be more than 90 days after the filing.)

**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.

*I submit this document and affirm that the facts stated herein are true. I am aware that the false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.*

Dated: October 4, 2021

Signature: Julie B. Frost

(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)

Julie B. Frost

(Typed or printed name of person signing)

Director and President

(Title of person signing)