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10 NOV 29 AM 8:47

Amend
@ 11/30/10

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Hilliard Motors Inc.

DOCUMENT NUMBER: P100000037492

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

Please return all correspondence concerning this matter to the following:

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

John Eldredge

Name of Contact Person

Hilliard Motors Inc.

Firm/ Company

P.O. Box 507

Address

Hilliard, FL 32046

City/ State and Zip Code

hilliardmotors@hotmail.com

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

For further information concerning this matter, please call:

John Eldredge

Name of Contact Person

at (904) 813-1175

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount made payable to the Florida Department of State:

☒ \$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
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Hilliard Motors Inc.
 (Name of Corporation as currently filed with the Florida Dept. of State)

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Page 1 of 3

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
<u>P</u>	<u>John D. Eldredge, Sr.</u>	<u>48088 Haddock Rd.</u> <u>Hilliard, Florida</u> <u>32046</u>	<input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove
<u>S</u>	<u>Catherine D. Eldredge</u>	<u>48088 Haddock Rd.</u> <u>Hilliard, Florida</u> <u>32046</u>	<input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove
<u>P, T</u>	<u>John D. Eldredge, Jr.</u>	<u>48088 Haddock Rd.</u> <u>Hilliard,</u> <u>Florida 32046</u>	<input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove

E. If amending or adding additional Articles, enter change(s) here:

(attach additional sheets, if necessary). (Be specific)

F. 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:

(if not applicable, indicate N/A)

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:
(Attach additional sheets, if necessary)

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
VP, S	Edwin J. Aschenbach	10201 W. Beaver St. Jacksonville, FL 32220	<input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove
_____	_____	_____	<input type="checkbox"/> Add <input type="checkbox"/> Remove
_____	_____	_____	<input type="checkbox"/> Add <input type="checkbox"/> Remove

E. If amending or adding additional Articles, enter change(s) here:
(attach additional sheets, if necessary). (Be specific)

F. 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:
(if not applicable, indicate N/A)

The date of each amendment(s) adoption: 10-30-10
(date of adoption is required)
Effective date if applicable: 10-30-10
(no more than 90 days after amendment file date)

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 10-30-10

Signature Catherine Eldredge S.
(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)

Catherine Eldredge
(Typed or printed name of person signing)

Secretary
(Title of person signing)