

P12000071042

(Requestor's Name)

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(City/State/Zip/Phone #)

☐ PICK-UP

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(Business Entity Name)

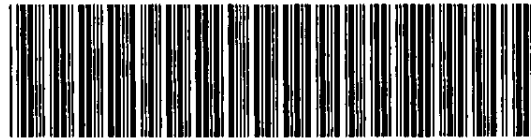
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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OCT 19 2012

T. LEWIS

BOYD & MARKS, L.L.C.
Attorneys & Counselors at Law

JOEL E. BOYD

360 North Babcock Street, Suite 104
Melbourne, Florida 32935

DOUGLAS D. MARKS

Telephone: (321) 255-0600
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October 11, 2012

VIA FEDERAL EXPRESS

Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: Heritage Services Corporation of Brevard

Dear Sir/Madam:

Enclosed are the original and one copy of the Amended and Restated Articles of Incorporation of Heritage Services Corporation of Brevard, together with a check for \$43.75 to cover the \$35.00 filing fee and \$8.75 certified copy fee.

In this regard, please note that more than 1 year has elapsed since the dissolution of Heritage Services, LLC on September 23, 2011 so the new name "Heritage Services Corporation" for this corporation should be available.

Once the Amended and Restated Articles of Incorporation have been filed, please forward the certified copy to the undersigned at the address above indicated.

Very truly yours,



JOEL E. BOYD

JEB/ig
Enclosures



FLORIDA DEPARTMENT OF STATE
Division of Corporations

October 17, 2012

JOEL E BOYD
BOYD & MARKS, L.L.C.
360 N BABCOCK ST STE 104
MELBOURNE, FL 32935

SUBJECT: HERITAGE SERVICES CORPORATION OF BREVARD
Ref. Number: P12000071042

We have received your document for HERITAGE SERVICES CORPORATION OF BREVARD and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name you are requesting is unavailable, since it has been previously requested by another individual and the document was returned to the individual for corrections and has not yet been resubmitted.

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.

Teresa Brown
Regulatory Specialist II

Letter Number: 212A00025579

*321-622-6622
this letter should
not have been sent
same people as
w/12-42344*

FILED

AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF

2012 OCT 19 PM 2:04

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HERITAGE SERVICES CORPORATION OF BREVARD

Pursuant to the provisions of Sections 607.1006 and 607.1007 of the Florida Statutes, the undersigned Florida corporation hereby adopts the following Amended and Restated Articles of Incorporation effective upon the date of filing by the Florida Department of State:

ARTICLE I - NAME

As of the date of filing these Amended and Restated Articles of Incorporation, the name of this corporation hereafter shall be **HERITAGE SERVICES CORPORATION** ("Corporation").

ARTICLE II - PURPOSE

The general purpose for which this Corporation is organized shall be to conduct and transact any and all lawful business authorized or not prohibited by Chapter 607 of the Florida Statutes, as the same may be from time to time amended.

ARTICLE III - TERM OF EXISTENCE

This Corporation shall exist perpetually commencing upon the filing of these Articles of Incorporation with the Florida Department of State, Division of Corporations.

ARTICLE IV - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of this Corporation shall be located at 3815 N. Highway 1, Suite 121, Cocoa, Florida 32926. The mailing address of the Corporation shall be 3815 N. Highway 1, Suite 121, Cocoa, Florida 32926.

ARTICLE V - CAPITAL STOCK

The maximum number of shares of capital stock that this Corporation is authorized to issue and have outstanding at any one time is one thousand (1,000) shares, each having a par value of One Dollar (\$1.00) per share.

ARTICLE VI - REGISTERED OFFICE AND REGISTERED AGENT

The street address of the registered office of this Corporation in the State of Florida shall be 360 North Babcock Street, Suite 104, Melbourne, Florida, 32935. The Board of Directors may from time to time move the registered office to any other address in Florida. The name of the registered agent of this Corporation at that address is **JOEL E. BOYD**. The Board of Directors may from time to time designate a new registered agent.

ARTICLE VII - BOARD OF DIRECTORS

The number of directors may be increased or decreased from time to time by the shareholders, provided that the corporation shall always have at least one director. The shareholders of the corporation may remove any director from office at any time with or without cause.

ARTICLE VIII - STOCK RESTRICTION AGREEMENTS

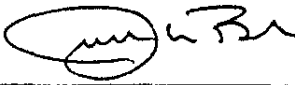
Agreements among this Corporation's shareholders or between this Corporation and its shareholders may include the following as valid matters of contract: (1) reasonable restrictions upon the transferability or assignment of the shares of stock of this Corporation; (2) obligations, or first refusal rights, to redeem or purchase shares of stock of this Corporation prior to a transfer or assignment of such shares; and (3) the manner in which the shareholders of this Corporation will vote their shares of stock of this Corporation; provided, however, that such agreements shall be made in accordance with the provisions of Sections 607.0731 and 607.0627 of the Florida Statutes. The Board of Directors is specifically authorized to approve agreements between this Corporation and its shareholders made in accordance with the provisions of Sections 607.0731 and 607.0627 of the Florida Statutes. Copies of any stock restriction agreement between this Corporation and its shareholders shall be maintained at the principal office of this Corporation.

ARTICLE IX - INDEMNIFICATION

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


IN WITNESS WHEREOF, the undersigned Corporation has executed these Amended and Restated Articles of Incorporation at Melbourne, Florida, this 4th day of October, 2012.

**HERITAGE SERVICES CORPORATION
OF BREVARD**

By: 
JOEL E. BOYD, President

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent for the above mentioned Corporation, at the place designated in the foregoing Articles of Incorporation, I hereby accept such designation and agree to act in such capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties as registered agent. I am familiar with, and accept the duties and obligations of, Section 607.0505 of the Florida Statutes.


JOEL E. BOYD, Esquire

Date: October 4, 2012

**OFFICER'S CERTIFICATE
TO ACCOMPANY
AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF HERITAGE SERVICES CORPORATION OF BREVARD**

I, **JOEL E. BOYD**, being the duly elected, qualified and acting President of **HERITAGE SERVICES CORPORATION OF BREVARD**, a Florida corporation (hereinafter referred to as the "Corporation"), hereby certify that the Amended and Restated Articles of Incorporation of the Corporation accompanying this Certificate were (1) duly adopted and approved by all of the members of the Board of Directors of the Corporation on October 4, 2012 in compliance with Section 607.1007 of the Florida Statutes, (2) duly adopted and approved by all of the shareholders of the Corporation on October 4, 2012 in compliance with Section 607.1007 of the Florida Statutes, and (3) that the number of votes cast for the Amended and Restated Articles of Incorporation by the shareholders was sufficient for approval.

IN WITNESS WHEREOF, I have subscribed my name as President pursuant to lawful corporate authority, on this 4th day of October, 2012.



JOEL E. BOYD, President of **HERITAGE
SERVICES CORPORATION OF BREVARD**