

S. YOUNG

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: 82 WEST, INC.

DOCUMENT NUMBER: P17000101828

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

Please return all correspondence concerning this matter to the following:

R. Wesley Bradshaw
Name of Contact Person
Bradshaw & Mountjoy, P.A.
Firm/ Company
209 Courthouse Square
Address
Inverness, FL 34450
City/ State and Zip Code

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

For further information concerning this matter, please call:

R. Wesley Bradshaw at (352) 726-1211
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

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION**

**FOR
82 WEST, INC.**

FILED
19 SEP 16 PM 8:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of the Florida Business Corporation Act, the undersigned corporation adopts the following Amended and Restated Articles of Incorporation, which Amended and Restated Articles of Incorporation shall supersede and take the place of the existing Articles of Incorporation and all amendments thereof:

ARTICLE I - NAME

The name of the corporation shall be **82 WEST, INC.**

ARTICLE II - PRINCIPAL OFFICE

The principal place of business of the corporation is at 8091 N. Fairwind Loop, Hernando, Florida 34442. The mailing address of the corporation is 8091 N. Fairwind Loop, Hernando, Florida 34442.

ARTICLE III - AUTHORIZED SHARES

The corporation is authorized to issue 1,000 shares of common stock having par value of \$1.00. The holders of the outstanding capital stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable, either in cash, in property, or in shares of the capital stock of the corporation.

ARTICLE IV - REGISTERED OFFICE AND REGISTERED AGENT

The initial registered office is at 8091 N. Fairwind Loop, Hernando, Florida 34442, Florida. The name of the initial registered agent at that address is GERALD B. GUESS.

ARTICLE V - DURATION

The period of existence of the corporation is perpetual.

ARTICLE VI - DIRECTORS

The initial board of directors shall consist of two (2) members. The name and address of the first board of directors are:

GERALD B. GUESS - President

8091 N. Fairwind Loop
Hernando, Florida 34442

LOGAN R. GUESS - Director

2164 Heritage Trace Drive
Marietta, GA 30062

ARTICLE VII - PURPOSE

The general purposes for which the corporation is organized are:

1. To engage in any lawful business for which corporations may be incorporated under the Florida Business Corporation Act .
2. To transact any other lawful business for which corporations may be incorporated under the Florida Business Corporation Act.
3. To do such other things as are incidental to the above or necessary or desirable in order to accomplish the above, including but not limited to the following:
 - a. To sue and be sued, complain, and defend in its corporate name;
 - b. To have a corporate seal, which may be altered at will and to use it or a facsimile of it, by impressing or affixing it or in any other manner reproducing it;

c. To purchase, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal with real or personal property or any legal or equitable interest in property wherever located;

d. To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, and otherwise dispose of all or any part of its property;

e. To lend money to, and use its credit to assist, its officers and employees in accordance with s. 607.0833;

f. To purchase, receive, subscribe for, or otherwise acquire; own, hold, vote, use, sell, mortgage, lend, pledge, or otherwise dispose of; and deal in and with shares or other interests in, or obligations of, any other entity;

g. To make contracts and guarantees, incur liabilities, borrow money, issue its notes, bonds, and other obligations (which may be convertible into or include the option to purchase other securities of the corporation), and secure any of its obligations by mortgage or pledge of any of its property, franchises, and income and make contracts of guaranty and suretyship which are necessary or convenient to the conduct, promotion, or attainment of the business of a corporation the majority of the outstanding stock of which is owned, directly or indirectly, by the contracting corporation; a corporation which owns, directly or indirectly, a majority of the outstanding stock of the contracting corporation; or a corporation the majority of the outstanding stock of which is owned, directly or indirectly, by a corporation which owns, directly or indirectly, the majority of the outstanding stock of the contracting corporation, which contracts of guaranty and suretyship shall be deemed to be necessary or convenient to the conduct, promotion, or attainment of the business of the contracting corporation, and make other contracts of guaranty and suretyship which are necessary or convenient to the conduct, promotion, or attainment of the business of the contracting corporation;

h. To lend money, invest and reinvest its funds, and receive and hold real and personal property as security for repayment;

i. To conduct its business, locate offices, and exercise the powers granted by this act within or without this state;

j. To elect directors and appoint officers, employees, and agents of the corporation and define their duties, fix their compensation, and lend them money and credit;

k. To make and amend bylaws, not inconsistent with its articles of incorporation or with the laws of this state, for managing the business and regulating the affairs of the corporation;

l. To make donations for the public welfare or for charitable, scientific, or educational purposes;

m. To transact any lawful business that will aid governmental policy;

n. To make payments or donations or do any other act not inconsistent with law that furthers the business and affairs of the corporation;

o. To pay pensions and establish pension plans, pension trusts, profit-sharing plans, share bonus plans, share option plans, and benefit or incentive plans for any or all of its current or former directors, officers, employees, and agents and for any or all of the current or former directors, officers, employees, and agents of its subsidiaries;

p. To provide insurance for its benefit on the life of any of its directors, officers, or employees, or on the life of any shareholder for the purpose of acquiring at his death shares of its stock owned by the shareholder or by the spouse or children of the shareholder; and

q. To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other entity.

ARTICLE VIII - PREEMPTIVE RIGHTS

Each common shareholder of the corporation shall be entitled to full preemptive rights to acquire his or her proportional part of any unissued or treasury shares of the corporation, or securities of the corporation convertible into or carrying a right to subscribe to or acquire shares, that may be issued at any time by the corporation.

ARTICLE IX - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the shareholders.

ARTICLE X - AMENDMENT

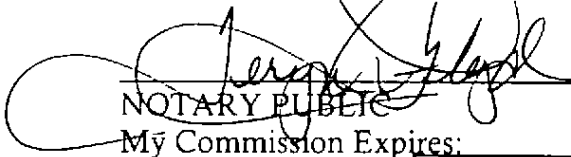
This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF the undersigned subscriber has executed these Amended & Restated Articles of Incorporation on this the 10th day of Sept, 2019.


GERALD B. GUESS, President

STATE OF FLORIDA
COUNTY OF CITRUS

The foregoing instrument was acknowledged before me this 10th day of Sept, 2019, by GERALD B. GUESS


NOTARY PUBLIC
My Commission Expires:

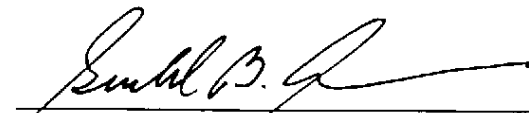
- ☐ Personally Known
☒ Produced a Florida driver's license as identification.



ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above-named corporation at the place designated in these Articles, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: ^{Sept}~~August~~, ¹⁰2019

A handwritten signature in black ink, appearing to read "Gerald B. Guess", is written over a horizontal line.

GERALD B. GUESS
Registered Agent