

Florida Department of State  
Division of Corporations  
Public Access System

## Electronic Filing Cover Sheet

**Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.**

(((H09000145074 3)))



H090001450743ABC/

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.**

## To:

Division of Corporations  
Fax Number : (850) 617-6380

## From:

Account Name : FISHER, TOUSEY, LEAS & BALL  
Account Number : I19990000021  
Phone : (904) 356-2600  
Fax Number : (904) 355-0233

RECEIVED  
09 JUN 17 PM 4:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

AMND/RESTATE/CORRECT OR O/D RESIGN

WILLIAMS FAMILY GENERAL PARTNER, INC.

Certificate of Status	1
Certified Copy	0
Page Count	04
Estimated Charge	\$43.75

Electronic Filing Menu

Corporate Filing Menu

Help

Amended & Restated  
Att. 1/17/09

H09000145074

**ARTICLES OF AMENDMENT AND RESTATEMENT**  
*of the*  
**ARTICLES OF INCORPORATION**  
*of*  
**WILLIAMS FAMILY GENERAL PARTNER, INC.**

Pursuant to Section 607.1007, Florida Statutes, Williams Family General Partner, Inc., a Florida corporation (the "*Corporation*"), adopts the following Articles of Amendment and Restatement to amend and restate its Articles of Incorporation:

**FIRST:** The Amended and Restated Articles of Incorporation of the Corporation (the "*Amended and Restated Articles*") are set forth in EXHIBIT A.

**SECOND:** The Amended and Restated Articles were adopted effective as of the 17 day of June, 2009.

**THIRD:** The Amended and Restated Articles were adopted by all of the members of the Board of Directors of the Corporation and all of the shareholders of the Corporation.

Signed this 17 day of June, 2009.

**WILLIAMS FAMILY GENERAL PARTNER, INC.,**  
a Florida corporation

By: Nancy Dee Williams Anderson  
Name: Nancy Dee Williams Anderson  
Title: President

FILED  
09 JUN 17 PM 4:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

H09000145074

**EXHIBIT A**

**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
of**

**WILLIAMS FAMILY GENERAL PARTNER, INC.**

**ARTICLE I  
NAME**

The name of the Corporation is Williams Family General Partner, Inc.

**ARTICLE II  
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office of the Corporation is located at and its mailing address is: P.O. Box 551153, Jacksonville, Florida, 32255.

**ARTICLE III  
CAPITAL STOCK**

(a) Authorized Capital Stock. This Corporation is authorized to issue Ten Thousand (10,000) shares of common stock, no par value. One Thousand (1,000) shares shall be designated as Class A Voting Common shares and Nine Thousand (9,000) shares shall be designated as Class B Non-Voting Common shares. The preferences, limitations and relative rights of each of these classes of shares shall be identical, except for voting rights, as follows:

(i) Class A Voting Common Shares. Each holder of Class A Voting Common shares shall have one vote in respect of each share held, and the exclusive voting power with respect to the Corporation shall be vested in the holders of the Class A Voting Common shares. At all meetings of voting shareholders, a majority in number of shares entitled to vote at such meetings, present either in person or represented by proxy, shall constitute a quorum.

(ii) Class B Non-Voting Common Shares. Except as otherwise expressly provided by law, the holders of Class B Non-Voting Common shares shall have no voting rights and shall not be entitled to notice of meetings of shareholders.

(b) Corporate Liquidation and Dissolution. In the event of voluntary or involuntary liquidation, dissolution or winding up of the Corporation, the holders of record of the common stock shall be entitled to receive distribution, ratably, of the remaining assets of the Corporation.

(c) Cumulative Voting. Cumulative voting shall not be permitted.

H09000145074

(d) Restrictions on Transfer of Stock. The shareholders may, by bylaw provision or by shareholders' agreement, impose such restrictions on the sale, transfer, or encumbrance of the stock of the Corporation as they may see fit.

(e) Exchange of Stock. Each share of common stock issued and outstanding as of the date hereof shall be converted into One (1) share of Class A Voting Common shares and Nine (9) shares of Class B Nonvoting Common shares upon the filing of these Articles of Amendment and Restatement with the Secretary of State of the State of Florida.

#### **ARTICLE IV PURPOSES**

This Corporation is organized for the purposes of transacting any and all lawful business permitted under the laws of the United States and of the State of Florida.

#### **ARTICLE V DIRECTORS**

(a) Election. Directors shall be elected in the manner set forth in the bylaws of the Corporation.

(b) Number. The Corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time by the bylaws, but shall never be less than one.

(c) Indemnification. The Board of Directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

#### **ARTICLE VI BYLAWS**

Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the Board of Directors, but the Board of Directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the Board of Directors.

#### **ARTICLE VII AMENDMENT**

This Corporation reserves the right to amend or replace any provision contained in these Amended and Restated Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

From: Fisher Tousey Leas & Ball

9043550233

06/17/2009 12:04

#266 P.005/005

H09000145074

**ARTICLE VIII  
DURATION**

This Corporation shall exist perpetually. These Amended and Restated Articles of Incorporation shall become effective when filed with the Secretary of State of the State of Florida.

**END OF DOCUMENT**