

P95000020795

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

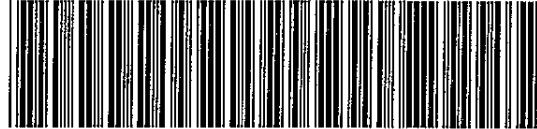
(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only

Amend/Restated
cc
10 2/2/04



500027518785

~~01/26/04 01053 017 **35.00~~

01/26/04--01053--017 **43.75

~~500027518785~~
~~01/26/04 01053 017 **43.75~~

FILED
04 JAN 26 PM 1:10
TALLAHASSEE, FLORIDA

PEEK, COBB, EDWARDS & ASHTON

PROFESSIONAL ASSOCIATION
ATTORNEYS AND COUNSELORS AT LAW
1301 RIVERPLACE BOULEVARD, SUITE 1609
JACKSONVILLE, FLORIDA 32207
TELECOPY 904 / 399-1615

FRANK A. ASHTON
JAMES E. COBB
THOMAS S. EDWARDS, JR.
DAVID H. PEEK
EUGENE G. PEEK III
ERIC C. RAGATZ
JOEL B. TOOMEY

JACKSONVILLE 904 / 399-1609
OCALA 352 / 867-1609
PONTE VEDRA BEACH 904 / 280-1609

January 22, 2004

BY FEDERAL EXPRESS

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Burton & Associates, Inc.
Amended and Restated Articles of Incorporation

Dear Madam/Sir:

Enclosed for filing are an original and one copy of Amended and Restated Articles of Incorporation of the above-captioned corporation. Also enclosed is our firm check for \$43.75 for the following fees:

Filing Fee	35.00
Certified Copy	<u>8.75</u>
Total Fees	\$ <u>43.75</u>

Please file the original Amended and Restated Articles of Incorporation and forward a certified copy of same to our office.

Very truly yours,


Eugene G. Peek III

EGP/dmk
25890

FILED
04 JAN 26 PM 1:10
TALLAHASSEE, FLORIDA

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
BURTON & ASSOCIATES, INC.**

FILED
04 JAN 26 PM 1:10
CLERK OF CIRCUIT COURT
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of administering, managing and operating a corporation for profit under the laws of Florida, adopts the following Amended and Restated Articles of Incorporation.

ARTICLE I

NAME AND PLACE OF BUSINESS

Section 1.01 Name and Place of Business. The name of this corporation is Burton & Associates, Inc., bearing State of Florida Document Number P95000020795, with its principal place of business at 2902 Isabella Boulevard, Suite 20, Jacksonville Beach, Florida 32250.

ARTICLE II

DURATION

Section 2.01 Duration. This corporation shall exist perpetually. Corporate existence commenced on March 13, 1995.

ARTICLE III

PURPOSES

Section 3.01 Purposes. This corporation is organized for the purpose of transacting any or all lawful business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV

CAPITAL STOCK

Section 4.01 Authorized Capital. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 1,000 shares of voting common stock having a par value of \$.01 per share.

Section 4.02 Restrictions on Transfer of Stock. The shareholders may, by agreement or bylaw provision, impose such restrictions on the sale, transfer, or encumbrance of the stock of this corporation as is deemed necessary.

Section 4.03 Issuance of Stock. No capital stock of this corporation shall be issued without the unanimous written consent of the directors, with such consent stating the price and terms to be paid for such stock.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

Section 5.01 Name and Address. The street address of the registered office of this corporation is 2902 Isabella Boulevard, Suite 20, Jacksonville Beach, Florida 32250, and the name of the registered agent of this corporation at that address is Michael E. Burton.

ARTICLE VI

DIRECTORS

Section 6.01 Number. This corporation shall have two (2) directors. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one, or more than ten.

Section 6.02 Directors. The name and street address of the members of the board of directors of the corporation are:

<u>Name</u>	<u>Address</u>
Michael E. Burton	2902 Isabella Boulevard, Suite 20, Jacksonville Beach, Florida 32250
Cynthia Griffin	2902 Isabella Boulevard, Suite 20, Jacksonville Beach, Florida 32250

Section 6.03 Indemnification. The corporation shall indemnify directors and officers to the full extent permitted by law.

ARTICLE VII

AMENDMENT

Section 7.01 Articles of Incorporation. The shareholders shall have the power to adopt, amend, alter, change or repeal the Articles of Incorporation, or Amended and/or Restated Articles of Incorporation, as the case may be, when proposed and approved at a shareholders' meeting with not less than a majority vote of this corporation's common stock.

Section 7.02 Bylaws. Bylaws, or Amended and/or Restated Bylaws, as the case may be, shall be adopted, amended, altered, changed or repealed from time to time by either the shareholders or the board of directors, but the board of directors shall not amend, alter or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment, alteration or repeal by the board of directors.

ARTICLE VIII

AMENDMENT AND RESTATEMENT

Section 8.01 Adoption, Approval and Certification. The undersigned officer of this corporation certifies that the board of directors of this corporation adopted these Amended and Restated Articles of Incorporation this date, and further these Amended and Restated Articles of Incorporation were approved by a majority of the shareholders of this corporation this date.

Section 8.02 Name and Address. The name and street address of this corporation's officer who executed these Amended and Restated Articles of Incorporation pursuant to shareholder and director authority and direction is:

Name

Address

Michael E. Burton,
President

2902 Isabella Boulevard, Suite 20,
Jacksonville Beach, Florida 32250

ARTICLE IX

EFFECTIVE DATE

Section 9.01 Effective Date. The effective date of these Amended and Restated Articles of Incorporation is December 31, 2003.

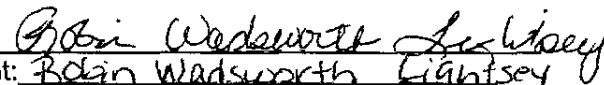
IN WITNESS WHEREOF, these Amended and Restated Articles of Incorporation have been executed the 31st day of December, 2003.


Michael E. Burton, President

STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 31st day of December, 2003, by Michael E. Burton, as President of Burton & Associates, Inc., who is personally known to me or has produced the identification referenced below and who did not take an oath.




Print: Robin Wadsworth Lightsey
Notary Public, State and County Aforesaid.
My Commission Expires: Nov. 24, 2007
Identification: # DD 269 482

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in these Amended and Restated Articles of Incorporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


Michael E. Burton

Dated: December 31, 2003

\\pceasvr-01\apps\library\08519-001\1308163.doc