P950000065108

David D. Bone, P.A.
Attorney at Law

766 Hudson Avenue, Suite B
Sarasota, Florida 34236

(941) 365-6969
(941) 957-0356 fax

August 17, 1995

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

Re: Incorporation of: **JOSEPH M. ADONIZIO, INC.**

Ladies/Gentlemen:

Enclosed herewith please find the following:

1. Original and copy of the Articles of Incorporation of the above captioned corporation.

2. Our firm check in the amount of $122.50, which represents the following:

Filing Fee:	$35.00
Certified copy of charter:	52.00
Registered Agent Fee:	35.00

We would appreciate your issuance of the corporate charter and the return of a certified copy to the above address at your earliest convenience. Thank you.

Very truly yours,

David D. Bone

DDB:nre
Enclosures
crp/frm:corstatus.let

DMC 8/23/95

FILED
95 AUG 21 PM 4:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED
95 AUG 21 PM 4:08
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
JOSEPH M. ADONIZIO, INC.

ARTICLE I. NAME

The name of this corporation shall be Joseph M. Adonizio, Inc.

ARTICLE II. COMMENCEMENT & DURATION

The commencement of this corporation's existence shall be at the time of the filing of these Articles Of Incorporation by the Division of Corporation. This corporation's duration shall be perpetual.

ARTICLE III. PURPOSE

This corporation is being organized for any legal purpose permitted under the laws of Florida and the United States Of America.

ARTICLE IV. CAPITAL STOCK

This corporation shall have the authority to issue 500 shares common stock $1.00 par value shares of common capital stock.

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash by this corporation of any shares of new capital stock of the same kind, class, or series, as that which the shareholder already holds, shall have the preemptive right to purchase a pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which such shares are offered to others.

ARTICLE VI. TRANSFER RESTRICTIONS

No shareholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any shares of the capital stock of this corporation, without first offering such shares for sale to this corporation at the net asset value thereof. Such offer shall be in writing, signed by the shareholder, sent by registered or certified mail to this corporation at its registered office address, and open for acceptance by this corporation for a period of fifteen days from the date of mailing. If this corporation fails or refuses, within such period, to make satisfactory arrangements for the purchase of such shares, the shareholder shall have the right to dispose of such shares without any further restrictions.

On the death of any shareholder, this corporation shall have the right to purchase any shares of the capital stock of this corporation owned by the shareholder immediately prior to the shareholder's death, on the terms set forth above, and this provision shall be binding upon the personal representative of the shareholder.

Each stock certificate issued by this corporation shall carry the following legend:

> "These Shares Are Held Subject To Certain Transfer Restrictions Imposed By This Corporation's Articles Of Incorporation, A Copy Of Which Is On File At This Corporation's Principal Office."

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The number of directors on this corporation's Initial Board Of Directors shall be one. The number of directors may be increased or decreased from time to time, as provided in this corporation's bylaws, but shall never be less than one.

The name and address of each individual who shall serve as a member of the Initial Board Of Directors are: Joseph M. Adonizio, 1952 Field Rd, Sarasota, Fl. 34231.

ARTICLE VIII. INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

ARTICLE IX. PRINCIPAL OFFICE & INITIAL REGISTERED OFFICE & AGENT

The address of this corporation's principal office and the address of this corporation's initial registered office shall be: 1952 Field Rd., Sarasota, Fl. 34231.

The name of the individual who shall serve as this corporation's initial registered agent at that address is: Joseph M. Adonizio.

ARTICLE X. INCORPORATOR

The name and address of the individual who shall serve as this corporation's incorporator are: Joseph M. Adonizio, 1952 Field Rd., Sarasota, Fl. 34231.

ARTICLE XI. AMENDMENT

This corporation reserves the right to amend or repeal any provisions in these Articles Of Incorporation, or any amendments hereto. Any rights conferred upon the shareholders shall be subject to this reservation.

Joseph M. Adonizio

Joseph M. Adonizio - Incorporator

I hereby accept my designation as resident agent and agree to serve as the resident agent of Joseph M. Adonizio, Inc. I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for Joseph M. Adonizio, Inc.

Joseph M. Adonizio , Registered Agent

State Of Florida
County Of Sarasota

On 8/18/95, Joseph M. Adonizio, designated above as the individual who shall serve as the corporation's initial registered agent and incorporator, who is personally known to me, or produced a Florida driver's license as identification, personally appeared before me at the time of notarization, and, after being given the oath, acknowledged signing these Articles Of Incorporation Of Joseph M. Adonizio, Inc.

Notary Public

DAVID D BONE

(Notary Public - Printed Or Typed Name)

Commission Expiration Date & Commission Number: (SEAL)

DAVID D. DONE
MY COMMISSION # CC 364518
EXPIRES May 4 1999
Bonded Thru Notary Public Underwriters

1201 Hays Street
Tallahassee, FL 32301
904-222-9171
904-[illegible]

800-342-8086

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CSC networks
PRENTICE HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 607201 81176A

AUTHORIZATION :

COST LIMIT : $ PPD

ORDER DATE : September 20, 1995

ORDER TIME : 10:0 AM

ORDER NO. : 607201

CUSTOMER NO: 81176A

CUSTOMER: David D. Bone, Esq
David D. Bone, Esq
Suite B
766 Hudson Avenue
Sarasota, FL 34236

700001594797
-09/27/95--01022--005
****175.00 *****87.50

Please file first "1"

DOMESTIC AMENDMENT FILING

NAME: JOSEPH M. ADONIZIO, INC.

FILED
95 SEP 21 AM 11:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

XX ARTICLES OF AMENDMENT
_ RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

N/C Amend

CONTACT PERSON: Jennifer Moran
EXAMINER'S INITIALS: SP

ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION
OF
JOSEPH M. ADONIZIO, INC.

The undersigned, as the officer the corporation authorized to execute this document, hereby certifies as follows:

At a special joint meeting of the Board Of Directors and the shareholders of this corporation, called and held according to the applicable provisions of the laws of Florida and this corporation's bylaws, on September 19th 1995, at which meeting all of the members of the Board Of Directors and all of the stockholders of record holding a majority of the issued and outstanding stock in this corporation were present, and the following resolution was unanimously adopted:

> **It is hereby resolved, by the Board Of Directors and the shareholders of Joseph M. Adonizio, Inc., that the said Board Of Directors and shareholders deem it advisable, and hereby declare it to be advisable that the Articles Of Incorporation of Joseph M. Adonizio, Inc. be amended to change the corporate name from Joseph M. Adonizio, Inc. to Heritage** & Company of Florida, Inc.

In witness whereof, these Articles Of Amendment are being executed and filed, by the authorized corporate officer, on behalf of Joseph M. Adonizio, Inc..

Joseph M. Adonizio
Corporate Officer

JOSEPH M. ADONIZIO, PRES.
(Corporate Officer - Printed Or Typed Name)

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95 SEP 21 AM 11:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

State Of Florida
County Of Sarasota

On Sept 19 1995, the above named corporate officer of Joseph M. Adonizio, Inc., who is personally known to me, or produced a Florida driver's license as identification, personally appeared before me at the time of notarization, and, after being given the oath, acknowledged signing these Articles Of Amendment To The Articles Of Incorporation Of Joseph M. Adonizio, Inc..

[illegible signature]
Notary Public

[illegible]
(Notary Public - Printed Or Typed Name)

Commission Expiration Date & Commission Number: (SEAL)

Joseph M. Adonizio

Heritage
COMPANY OF FLORIDA

1952 FIELD ROAD, SARASOTA, FLORIDA 34231

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

P95000065108

1. (Corporation Name) (Document #)
2. (Corporation Name) (Document #)
3. (Corporation Name) (Document #)
4. (Corporation Name) (Document #)

FILED
SECRETARY OF STATE
97 OCT -6 AM 11:19

☐ Walk in ☐ Pick up time ____________ ☐ Certified Copy

☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

	NEW FILINGS
	Profit
	NonProfit
	Limited Liability
	Domestication
	Other

	AMENDMENTS
	Amendment
	Resignation of R.A., Officer/ Director
JC	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

600002312536--6
-10/06/97--01102--007
*****35.00 *****35.00

	OTHER FILINGS
	Annual Report
	Fictitious Name
	Name Reservation

	REGISTRATION/ QUALIFICATION
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

10-9-97

Examiner's Initials	JC

CR2E031(1/95)

Florida Department of State, Sandra B. Mortham, Secretary of State

* * * FILING FEE: $35.00 * * *

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of FLORIDA *submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.*

1. The name of the corporation is: HERITAGE & COMPANY OF FLORIDA INC.

2. The mailing address of the corporation is: 1952 FIELD ROAD
SARASOTA, FL. 34231

3. Date of incorporation/qualification: 5/21/95 Document number: P95000065108

4. The name and address of the current registered agent and office:

ADONIZIO, JOSEPH M.
1952 FIELD ROAD
SARASOTA, FL. 34231

5. The name and address of the new registered agent and office: (P. O. Box Not Acceptable)

ADONIZIO, JOSEPH M.
2909 UPPER TANGELO DR.
SARASOTA, FL. 34239-4242

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 OCT -3 AM 11:19

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

Joseph M. Adonizio 10/1/97
(Signature of an officer, chairman or vice chairman of the board) (Date)

JOSEPH M. ADONIZIO PRESIDENT
(Printed or typed name and title) (Date)

Having been named as registered agent and to accept service of process for the above stated corporation, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

Joseph M. Adonizio 10/1/97
(Signature of Registered Agent) (Date)

If signing on behalf of an entity:

JOSEPH M. ADONIZIO
(Typed or Printed Name) (Capacity)

CR2E045(3/96)