

P96000037469

Richard E. Jesmonth  
Attorney At Law

217-A East Intendencia Street  
Pensacola, FL 32501

Telephone: (904) 444-9550  
Fax: (904) 444-0078

April 24, 1996

800001796038  
-04/26/96--01044--002  
\*\*\*\$122.50 \*\*\*\$122.50

State of Florida  
Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

Re: Hering, Stocks & Ginottie, Inc.

Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Incorporation to be filed in regard to the above-referenced corporation along with a check in the amount of \$122.50 representing the filing fee. Please return a certified copy of the Articles to me at the above listed address.

Thank you for your attention in this matter.

Very truly yours,



Cindee Bush  
Legal Assistant to  
RICHARD E. JESMONTH

REJ:cab

Enclosures

95/1/96

**ARTICLES OF INCORPORATION  
OF  
HERING, STOCKS & GINOTTIE, INC.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 APR 26 11:11:55

The undersigned Incorporator files these Articles of Incorporation in order to form a corporation under the Florida General Corporation Act.

**ARTICLE I  
CORPORATE NAME**

The name of this corporation shall be Hering, Stocks & Ginottle, Inc.

**ARTICLE II  
NATURE OF BUSINESS AND POWERS**

The general nature of the business to be transacted by this corporation is to engage in any and all business permitted under the laws of the State of Florida.

**ARTICLE III  
TERM OF EXISTENCE**

This corporation shall exist perpetually unless dissolved according to law.

**ARTICLE IV  
CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is 1,000 shares of common stock having a par value of \$1.00 per share.

**ARTICLE V**  
**PREEMPTIVE RIGHTS**

Every shareholder, upon the sale of any shares or securities of the corporation convertible into or carrying a right to subscribe to shares of this corporation of the same kind, class, or series as that which he holds, shall have the right to purchase his pro rata share at the price at which it is offered to others.

**ARTICLE VI**  
**REGISTERED OFFICE AND INITIAL**  
**REGISTERED AGENT**

The Registered Agent and the street address of the initial Registered Office of this corporation in the State of Florida shall be: Richard E. Jesmonth, 217-A E. Intendencia Street, Pensacola, Florida 32501. The principal address and the Registered Office address of this corporation in the State of Florida shall be the same.

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida. The mailing address shall be the same as the Registered Office.

**ARTICLE VII**  
**BOARD OF DIRECTORS**

This corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time per the By-Laws adopted by the stockholders, but shall never be less than one.

**ARTICLE VIII**  
**INITIAL DIRECTORS**

The names of the initial directors of this corporation and their street addresses are: Steven B. and B. Ann Hering, 7064 Jefferson Street, Navarre, Florida 32566.

The persons named as initial directors shall hold office for the first year of existence of this corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

**ARTICLE IX**  
**RESTRICTIONS ON TRANSFER OF STOCK**

The corporation and, subject to the priority of the corporation, the remaining stockholders of the corporation shall have a preference in the purchase of any shares of the capital stock of the corporation and any attempted sale of such shares of stock in violation of this provision shall be null and void. In case a stockholder, his personal representatives, heirs, devisees, legatees, pledgee, assignee, receiver, trustee in bankruptcy or any other person holding under or in privity with any stockholder, desires to sell his shares of stock, he shall file notice in writing of such intention with the Secretary of the corporation, stating the price and terms upon which he desires to sell such stock, and unless the terms of such offer are accepted by the corporation within ten (10) days, it shall be deemed to have waived its privilege of purchasing. In the event that the corporation is legally unable to purchase such stock or otherwise waives its privilege of purchasing, the Secretary of the corporation shall mail a written notice to all of the remaining stockholders, by certified

mail, return receipt requested, advising them of the terms of such offer, and unless the terms of such offer are accepted by any or all of the other stockholders within ten (10) days from the date of mailing such notice, they shall be deemed to have waived their privilege of purchasing, and the stockholders or the person in privity with him desiring to sell shall be at liberty to effect a sale upon the terms of such offer. No stockholder who has given notice pursuant to this Article, may thereafter sell such stock for a price or upon terms different than the offer contained in such notice, without again complying with the notice requirements of this Article. Neither the corporation, nor the remaining stockholders (collectively), may exercise their privilege of purchasing as to any shares of stock less than the total number of shares involved in such offer.

#### **ARTICLE X** **INDEMNIFICATION**

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

#### **ARTICLE XI** **INCORPORATION**

The name and street address of the Incorporator of this corporation is:  
Richard E. Jesmonth, 217-A E. Intendencia Street, Pensacola, Florida 32501.

#### **ARTICLE XII** **AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to

the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on this 24<sup>th</sup> day of April, 1996.

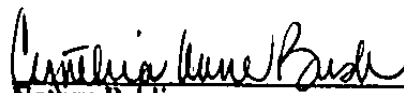
  
Incorporator

STATE OF FLORIDA  
COUNTY OF ESCAMBIA

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 APR 26 AM 11:55

BEFORE ME, a Notary Public, did personally appear Richard E. Jesmonth, known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation on the 24 day of April, 1996.

NOTARY PUBLIC STATE OF FLORIDA  
CYNTHIA ANNE BUSH  
MY COMMISSION EXPIRES 5-4-97  
(SEAL) COMMISSION # CC283156

  
Notary Public  
(Print Name) CYNTHIA ANNE BUSH  
Commission No. 283156  
My Commission Expires: 5-4-97

#### ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Hering, Stocks & Ginottie, Inc., at the place designated in the Articles of Incorporation, Richard E. Jesmonth agrees to comply with the provisions of Section 48.091 relative to keeping such office open.

DATED: April 24<sup>th</sup>, 1996

  
Richard E. Jesmonth

P960000037469

Richard E. Jesmonth  
Attorney At Law

217-A East Intendencia Street  
Pensacola, FL 32501

Telephone: (904) 444-0550  
Fax: (904) 444-0070

August 14, 1996

State of Florida  
Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

600001932106  
-08/27/96--01011--016  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

RE: Amendment of the Articles of Hering, Stocks & Ginottie, Inc.


Dear Sir or Madam:

Enclosed please find an Amendment to the Articles of Incorporation for Hering, Stocks & Ginottie, Inc. The amendment is for the purpose of amending the name of the Corporation and for changing the address of the Initial Directors. Hence forth the above referenced Corporation shall be named Hering, Stocks & Gionitti and the address for the Initial Directors shall be 2645 Highway 98 West, Mary Esther, Florida 32569.

Please return a certified copy of the Articles of Amendment to me at the above listed address.

Thank you for your attention to this matter. Should you have any questions, please do not hesitate to call.

Very truly yours,

  
Richard E. Jesmonth

FILED  
96 AUG 27 PM 2:16  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

REJ/lw

Enclosures: Check in the amount of 87.50  
Copy of Articles  
Articles of Amendment

Linda Weaver GAVE

Amend & N/c

AUTHORIZATION BY PHONE TO

add Corp. suffix & remove "Initial"  
CORRECT

DATE 9/4

VS SEP 5 1996

EXAM B

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF

Hering, Stocks & Ginottie, Inc.

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(present name)

*Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:*

**FIRST:** Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

Article I  
Corporate Name

The name of this corporation shall be Hering, Stocks & Gionitti, Inc.

Article VIII  
Initial Directors

The names of the director of this corporation and her  
street address is B. Ann Hering, 2645 Highway  
98 West, Mary Esther, Florida 32569.

**SECOND:** If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

**THIRD:** The date of each amendment's adoption: August 13, 1996

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96 AUG 27 PM  
SECRETARY OF STATE  
TALLAHASSEE FL



FOURTH: Adoption of Amendment(s) (CHECK ONE)

☐ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups.  
*The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were  
sufficient for approval by \_\_\_\_\_"  
voting group

☒ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this day 21 of August, 19 96.

Signature B. Ann Hering  
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

B. Ann Hering

\_\_\_\_\_  
Typed or printed name

Director

\_\_\_\_\_  
Title

**PG6000037469**

Requestor's Name  
 Address  
 City/State/Zip Phone #

FILED  
 97 SEP 26 PM 2:09  
 TALLAHASSEE, FLORIDA  
 Office Use Only

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

1. Herring, Stocks & Bioniti, Inc to  
 (Corporation Name) (Document #)
2. Herring, Inc  
 (Corporation Name) (Document #)
3. PG6-37469 400002304604-4  
 (Corporation Name) (Document #) -09/26/97--01050--012  
 \*\*\*\*\*87.50 \*\*\*\*\*87.50
4. \_\_\_\_\_  
 (Corporation Name) (Document #)

☒ Walk in   
 ☒ Pick up time Today   
 ☐ Certified Copy  
☐ Mail out   
☐ Will wait   
☐ Photocopy   
☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

RECEIVED  
 97 SEP 26 PM 11:25

Examiner's Initials

**ARTICLES OF AMENDMENT  
TO ARTICLES OF INCORPORATION OF  
HERING, STOCKS & GIONITTI, INC.**

Hering, Stocks & Gionitti, Inc., pursuant to the provisions of section 607.1006, Florida Statutes, adopts the following Articles of Amendment to its Articles of Incorporation.

**First, Amendment Adopted:**

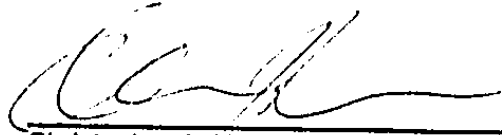
**Article I  
Corporate Name**

The name of this Corporation shall be Hering, Inc.

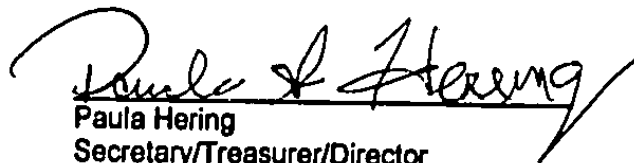
**Second,** The date of the amendment's adoption is March 14, 1997.

**Third,** The amendment was adopted by the Board of Directors without shareholder action and Shareholder action was not required.

Signed this 10<sup>th</sup> day of June, 1997.



Christopher A. Hering  
President/Director



Paula Hering  
Secretary/Treasurer/Director

FILED  
17 SEP 26 PM 2:09  
TALLAHASSEE, FLORIDA