

P9700008376

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

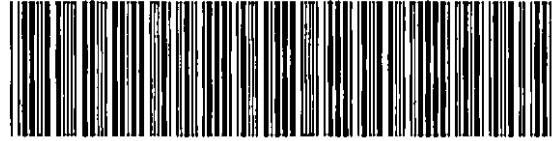
(Document Number)

Certified Copies _____

Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



600317843786

09/06/18--01027--014 **35.00

FILED

2018 SEP -6 PM 3:23

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amended
Restarted

SEP 10 2018

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Santa Fe Pacific Trust, Inc.

DOCUMENT NUMBER: P97000083176

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

Please return all correspondence concerning this matter to the following:

Valerie Meier

Name of Contact Person

Santa Fe Pacific Trust, Inc.

Firm/ Company

PO Box 81200

Address

Albuquerque, NM 87198-1200

City/ State and Zip Code

vmeier@gulfstreamgroup.net

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

For further information concerning this matter, please call:

Valerie Meier OR Nerissa Whittington at (505) 255 - 5422
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

OF

SANTA FE PACIFIC TRUST, INC.

FILED
2018 SEP -6 PM 3:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, President of **SANTA FE PACIFIC TRUST, INC.**, a Florida corporation (the "Corporation"), for and on behalf of the Corporation, hereby executes these Amended and Restated Articles of Incorporation of the Corporation:

ARTICLE I
Name and Duration

The name of the Corporation is Santa Fe Pacific Trust, Inc. The duration of the Corporation is perpetual. The effective date upon which this Corporation shall come into existence shall be the date these Articles are filed by the Secretary of State. The amendment and restatement of the Articles of Incorporation of the Corporation reflected herein was duly adopted by the Directors and Shareholders of the Corporation by Joint Unanimous Written Action executed on June 22, 2018 in accordance with Sections 607.0704 and 607.0821 of the Florida Business Corporation Act.

ARTICLE II
Principal Office

The principal office and mailing address of the Corporation is 123 Central Ave NW, Albuquerque, NM 87102.

ARTICLE III
Registered Office and Agent

The street address of the registered office in the State of Florida is Corporate Creations Network Inc, 11380 Prosperity Farms Road #221E, Palm Beach Gardens, FL 33410. The name of the registered agent at such address is Jim Perkins.

ARTICLE IV
Corporate Purposes, Powers and Rights

1. The nature of the business to be conducted or promoted and the purposes of the Corporation are to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act.

2. In furtherance of its corporate purposes, the Corporation shall have all of the general and specific powers and rights granted to and conferred on a corporation by the Florida Business Corporation Act.

ARTICLE V
Capital Stock

The total number of shares of capital stock which the Corporation has the authority to issue is 2,000 shares of Common Stock ("Common Stock") with no par value.

ARTICLE VI
Board of Directors

1. The number of members of the Board of Directors may be increased or diminished from time to time as provided by the Bylaws; provided, however, there shall never be less than one. Each director shall serve until the next annual meeting of shareholders.

2. If any vacancy occurs in the Board of Directors during a term, the remaining directors, by affirmative vote of a majority thereof, may elect a director to fill the vacancy until the next annual meeting of shareholders.

3. The name and address of the directors of the Corporation are:

Keely Whittington
PO Box 81200
Albuquerque, NM 87198

Nerissa Whittington
PO Box 81200
Albuquerque, NM 87198

ARTICLE VII
Amendment

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon shareholders herein are granted subject to this reservation.

ARTICLE VIII
Bylaws

The power to adopt, amend or repeal bylaws for the management of this Corporation shall be vested in the Board of Directors or the shareholders, but the Board of Directors may not 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 IX
Indemnification

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

ARTICLE X
No Preemptive Rights

The Corporation elects to not have preemptive rights.

ARTICLE VI
Board of Directors

1. The number of members of the Board of Directors may be increased or diminished from time to time as provided by the Bylaws; provided, however, there shall never be less than one. Each director shall serve until the next annual meeting of shareholders.

2. If any vacancy occurs in the Board of Directors during a term, the remaining directors, by affirmative vote of a majority thereof, may elect a director to fill the vacancy until the next annual meeting of shareholders.

3. The name and address of the directors of the Corporation are:

Keely Whittington
4505 S. Goldenrod Road
Orlando, Florida 32822

Nerissa Whittington
4505 S. Goldenrod Road
Orlando, Florida 32822

ARTICLE VII
Amendment

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon shareholders herein are granted subject to this reservation.

ARTICLE VIII
Bylaws

The power to adopt, amend or repeal bylaws for the management of this Corporation shall be vested in the Board of Directors or the shareholders, but the Board of Directors may not 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 IX
Indemnification

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

ARTICLE X
No Preemptive Rights

The Corporation elects to not have preemptive rights.

ARTICLE XI
Voting Rights

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

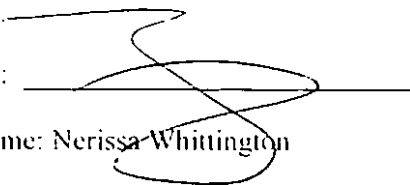
ARTICLE XII
Restrictions on Stock Transfers

All of the issued and outstanding shares of the Corporation may be made subject to restrictions on their transferability by agreement among the holders of such shares or between the holders of such shares of the Corporation. A copy of any such agreement shall be kept on file with the Secretary of the Corporation, and shall be subject to inspection by shareholders of record and bona fide creditors of the Corporation at reasonable times during business hours. Any transfer of stock of this Corporation in violation of any such agreement effectively restricting such transfer shall be void. Each share certificate issued by this Corporation shall have printed or stamped thereon either a notice that such shares are subject to transfer restrictions set forth in a specifically referenced document or the following legend:

"These shares may be subject to transfer restrictions imposed by written agreements among the holders of this corporation's shares or between the holders of such shares of the corporation, copies of which agreements, if any, are on file at the principal office of the corporation and may be inspected by shareholders of record during business hours."

IN WITNESS WHEREOF, said Corporation caused these Amended and Restated Articles of Incorporation to be signed this 22nd day of June, 2018.

SANTA FE PACIFIC TRUST, INC.

By: 
Name: Nerissa Whittington

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process of the above-stated Corporation, at the place designated above, the undersigned, by and through its authorized officer, hereby accepts to act in this capacity, and agrees to comply with the provision of said statute relative in keeping open said office, and further states that it is familiar with §607.0501, Florida Statutes.

SANTA FE PACIFIC TRUST, INC.

By: 

Name: **Jim Perkins, Vice President**

Date: 8/28, 2018