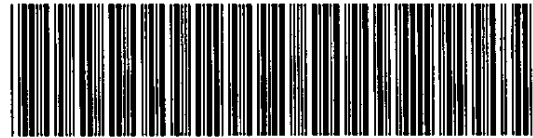


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(Requestor's Name)

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(City/State/Zip/Phone #)

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(Business Entity Name)

(Document Number)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*merge / name change*

FEB 21 2017

D CUSHING

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** Lopez, Lopez & Stakenborg, P.A.  
\_\_\_\_\_  
Name of Surviving Corporation

The enclosed Articles of Merger and fee are submitted for filing.

Please return all correspondence concerning this matter to following:

Thomas J. Dobbins, Esquire  
\_\_\_\_\_  
Contact Person

Trow, Dobbins & Pisani, P.A.  
\_\_\_\_\_  
Firm/Company

1301 NE 14th Street  
\_\_\_\_\_  
Address

Ocala, FL 34470  
\_\_\_\_\_  
City/State and Zip Code

judy@ocalalawfirm.com  
\_\_\_\_\_  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Thomas J. Dobbins  
\_\_\_\_\_  
Name of Contact Person At ( 352 ) 369-8830  
Area Code & Daytime Telephone Number

Certified copy (optional) \$8.75 (Please send an additional copy of your document if a certified copy is requested)

**STREET ADDRESS:**  
Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, Florida 32301

**MAILING ADDRESS:**  
Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

**FILED**  
17 FEB 20 AM 9:56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



Trow, Dobbins & Pisani, P.A.

ATTORNEYS FOR PEOPLE AND BUSINESSES

February 17, 2017

Department of State  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**Via Federal Express**

Re: Merger between Law Office of Lopez & Lopez, P.A. and  
Stakenborg Law, P.A.

Dear Sirs/Madam:

Enclosed please find attached the originals of the following documents regarding the above-referenced corporations:

1. Plan and Agreement of Merger Between Law Offices of Lopez & Lopez, P.A. and Stakenborg Law, P.A.;
2. Articles of Merger of Stakenborg Law, P.A. into Law Offices of Lopez & Lopez, P.A.; and
3. Amended and Restated Articles of Incorporation of Lopez, Lopez & Stakenborg, P.A.

Enclosed is a check in the amount of \$105.00 made payable to Florida Department of State for the filing fee of the above documents. Also enclosed is a copy of each of these documents to be date stamped and returned to us at the address listed below.

If you have any questions or need additional information, please do not hesitate to contact me.

Sincerely,

Thomas J. Dobbins  
For Trow, Dobbins & Pisani, P.A.

TJD/jks

Enclosures: Plan and Agreement of Merger  
Articles of Merger  
Amended and Restated Articles of Incorporation  
Check No. 16036

**ARTICLES OF MERGER  
OF STAKENBORG LAW, P.A.  
INTO LAW OFFICES OF LOPEZ & LOPEZ, P.A.**

FILED  
17 FEB 20 AM 9:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Sections 607.1105 and 607.1109, Florida Statutes, the undersigned corporations adopt the following Articles of Merger effective the 24th day of February 2017 for the purpose of merging them into one of such corporations:

1. The Law Offices of Lopez & Lopez, P.A., a Florida professional association, whose address is 47 Pecan Pass, Ocala, Marion County, Florida 34472, Document Number P99000071208, will be the surviving corporation of this merger and effective with the merger will change its name to Lopez, Lopez & Stakenborg, P.A.

2. Stakenborg Law, P.A. a Florida professional association whose address is 118 SW Ft. King Street, Ocala, Marion County, Florida 34471, Document Number P01000045464, is the merging corporation which will be merged into Law Offices of Lopez & Lopez, P.A. with this merger.

1. The attached plan of merger pursuant to Sections 607.1101 and 607.1103 Florida Statutes was approved by the shareholders of each of the undersigned corporations in the manner prescribed by the Florida General Corporation Act:

See Exhibit "A"

2. The dates of adoption of the plan of merger by the shareholders were:

Name of Corporation	Date
Law Offices of Lopez & Lopez, P.A.	February <u>16</u> , 2017
Stakenborg Law, P.A.	February <u>16</u> , 2017

3. As to each of the undersigned corporations, there exist only one (1) class of shares, the number of shares outstanding, and number of outstanding shares entitled to vote as a class one such plan, are as follows:

Name of Corporation	Number of Shares Outstanding	Number of Shares Entitled to Vote as a Class
Law Offices of Lopez & Lopez, P.A.	99	99
Stakenborg Law, P.A.	50,000	50,000

4. As to each of the undersigned corporations, the total number of shares voted for and against such plan, respectively, entitled to vote thereon as a class, the number of shares voted for and against such plan, respectively, are as follows:

Name of Corporation	Number of Shares	
	Total Voted For	Total Voted Against
Law Offices of Lopez & Lopez, P.A.	99	0
Stakenborg Law, P.A.	50,000	0

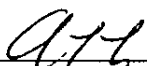
5. The Articles of Incorporation of the LAW OFFICES OF LOPEZ & LOPEZ, P.A. effective the 24th day of February 2017 (date of merger) are Amended and

Restated as set forth on Exhibit "1" attached hereto, which has been approved by 100% unanimous approval of the Shareholders and Directors of each corporation on February 16, 2017.


Dated the 16th day of February 2017


LAW OFFICES OF LOPEZ & LOPEZ, P.A.

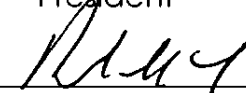
STAKENBORG LAW, P.A.

By:   
Andrew K. Lopez  
President

By:   
Elizabeth F. Stakenborg  
President

By:   
David M. Lopez  
President

By:   
Elizabeth F. Stakenborg  
Secretary

By:   
David M. Lopez  
Secretary

# **EXHIBIT "A"**

**PLAN AND AGREEMENT OF MERGER BETWEEN  
LAW OFFICES OF LOPEZ & LOPEZ, P.A.  
AND  
STAKENBORG LAW, P.A.**

This Plan and Agreement of Merger pursuant to Florida Statutes is made and entered into on the 16th of February 2017 by and between the LAW OFFICES OF LOPEZ & LOPEZ, P.A., a Florida professional association, whose address is 47 Pecan Pass, in the City of Ocala, Florida, 34478, Document Number P99000071208, herein sometimes referred to as the Surviving Corporation, and STAKENBORG LAW, P.A., a Florida professional association, whose address is 118 SW Ft. King Street, Ocala, Florida 34471, Document Number P01000045464, said corporations hereinafter sometimes referred to jointly as the Constituent Corporations.

**WITNESSETH:**

WHEREAS, the LAW OFFICES OF LOPEZ & LOPEZ, P.A. is a Corporation organized and existing under the laws of the State of Florida, its Certificate of Incorporation having been filed in the Office of the Secretary of State of Florida on August 5, 1999, and the registered office of the Corporation being located at 47 Pecan Pass, in the City of Ocala, Florida and the name of its registered agent in charge thereof being Andrew L. Lopez; and

WHEREAS, the total number of shares of stock which the LAW OFFICES OF LOPEZ & LOPEZ, P.A. has authority to issue is a maximum of 100 common shares, of which 50 shares are now issued and outstanding and are owned by David M.



López (Certificate No. 3) and 49 shares which are now issued and outstanding and owned by Andrew L. Lopez (Certificate No. 4); and

WHEREAS, STAKENBORG LAW, P.A. is a corporation organized and existing under the laws of the State of Florida, its Articles of Incorporation having been filed in the office of the Secretary of State of the State of Florida on the 1<sup>st</sup> day of May 2001, and a Certificate of Incorporation having been issued by said Secretary of State on that date, and the registered office of the corporation being located at 1301 NE 14<sup>th</sup> Street, Ocala, Florida, and its registered agent being Trow, Dobbins & Pisani, P.A.; and

WHEREAS, the aggregate number of shares which STAKENBORG LAW, P.A. has authority to issue is 50,000 of which 50,000 shares are issued and outstanding and are owned by Elizabeth Stakenborg (Certificate No. 4); and

WHEREAS, the Board of Directors of each of the two Constituent corporations deems it advisable that the LAW OFFICES OF LOPEZ & LOPEZ, P.A. and STAKENBORG LAW, P.A. be merged into the LAW OFFICES OF LOPEZ & LOPEZ, P.A. which will amend its name to be LOPEZ, LOPEZ & STAKENBORG, P.A. after the merger on the terms and conditions hereinafter set forth, in accordance with the applicable provisions of the statutes of the State of Florida, which permits such merger;

NOW, THEREFORE, in consideration of the promises and of the agreements, covenants, and provisions hereinafter contained, the LAW OFFICES OF LOPEZ & LOPEZ, P.A. and STAKENBORG LAW, P.A., by their respective Boards of Directors, have agreed and do hereby agree, each with the other as follows:

## **I. MERGER**

The LAW OFFICES OF LOPEZ & LOPEZ, P.A. and STAKENBORG LAW, P.A. shall be merged into a single corporation, in accordance with applicable provisions of the laws of the State of Florida, by STAKENBORG LAW, P.A. merging into the LAW OFFICES OF LOPEZ & LOPEZ, P.A., which shall be the surviving corporation, which will amend its name to be LOPEZ, LOPEZ & STAKENBORG, P.A. upon the merger. The merger shall be effective the 24<sup>th</sup> day of February 2017 ("Effective Date of the Merger").

## **II. SURVIVING CORPORATION**

Upon the merger becoming effective:

1. The two Constituent Corporations shall be a single corporation, which shall be the LAW OFFICES OF LOPEZ & LOPEZ, P.A. as the Surviving Corporation, and the separate existence of STAKENBORG LAW, P.A. shall cease except to the extent provided by the laws of the State of Florida in the case of a corporation after its merger into another corporation.

2. The LAW OFFICES OF LOPEZ & LOPEZ, P.A. shall thereupon and thereafter possess all the rights, privileges, immunities and franchises, as well of a public as of a private nature, of each of the Constituent Corporations; and all property, real, personal and mixed, and all debts due on whatever account, including subscriptions to shares, and all other choses in action, and all and every other interest of, or belonging to, or due to each of the Constituent Corporations, shall be taken and deemed to be vested in the Surviving Corporation without further act or deed; and the title to all real estate, or any interest therein, vested

in either of the Constituent Corporations shall not revert or be in any way impaired by reason of the merger.

3. The LAW OFFICES OF LOPEZ & LOPEZ, P.A. shall thenceforth be responsible and liable for all of the liabilities and obligations of each of the Constituent Corporations and any claim existing or action or proceeding pending by or against either of the Constituent Corporations may be prosecuted to judgment as if the merger had not taken place, or the Surviving Corporation may be substituted in its place, and neither the rights of creditors nor any liens upon the property of either of the Constituent Corporations shall be impaired by the merger.

4. The aggregate amount of the net assets of the Constituent Corporations which was available for the payment of dividends immediately prior to the merger, to the extent that the value thereof is not transferred to stated capital by the issuance of shares or otherwise, shall continue to be available for the payment of dividends by the Surviving Corporation.

### **III. BOARD OF DIRECTORS AND OFFICERS**

The Board of Directors of the Surviving Corporation, and the Officers thereof, immediately after the effective date of merger shall be and constitute the Board of Directors, and the members thereof, and the Officers of the Surviving Corporation as follows:

#### **BOARD OF DIRECTORS:**

Andrew L. Lopez  
David M. Lopez  
Elizabeth F. Stakenborg

OFFICERS:

David M. Lopez- President

Elizabeth F. Stakenborg - Secretary

Andrew L. Lopez - Treasurer

**IV. SHARE CONVERSION**

The manner and basis of converting the shares of each of the Constituent Corporations into shares of the Surviving Corporation shall be that the 50,000 shares of STAKENBORG LAW, P.A. shall be converted into one (1) fully paid and non-assessable share of capital stock of the Surviving Corporation which shall be issued to ELIZABETH F. STAKENBORG.

**V. EXPENSES OF MERGER**

The LAW OFFICES OF LOPEZ & LOPEZ, P.A., as the Surviving Corporation, shall pay all expenses of carrying this Agreement of Merger into effect and accomplishing the merger herein provided for.

**VI. FURTHER ASSURANCES**

If at any time the Surviving Corporation shall consider or be advised that any further assignment or assurance in law are necessary or desirable to vest in the Surviving Corporation the title to any property or rights of STAKENBORG LAW, P.A. the proper officers and directors of STAKENBORG LAW, P.A. shall, and will execute and make all such proper assignments and assurances in law and do all things necessary or proper to thus vest such property or rights in the Surviving

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Corporation, and otherwise to carry out the purposes of this Plan and Agreement of Merger.

#### **VII. SUBMISSION TO SHAREHOLDERS**

This Plan and Agreement of Merger shall be submitted to the shareholders and stockholders of each of the Constituent Corporations, as provided by law, and shall take effect, and be deemed and be taken to be the Plan and Agreement of Merger of said corporations upon the approval or adoption thereof by the shareholders and stockholders of each of the Constituent Corporations in accordance with the requirements of the laws of the State of Florida, and upon the execution, filing and recording of such documents and the doing of such acts and things as shall be required for accomplishing the merger under the provisions of the applicable statutes of the State of Florida, as heretofore amended and supplemented.

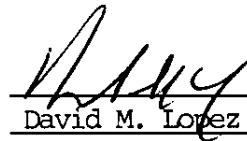
Anything herein or elsewhere to the contrary notwithstanding, this Plan and Agreement of Merger may be abandoned by either of the Constituent Corporations by an appropriate resolution of its Board of Directors at any time prior to its approval or adoption by the shareholders and stockholders thereof, or by the mutual consent of the Constituent Corporations evidenced by appropriate resolution of their respective Boards of Directors, at any time prior to the effective date of the Merger.

**VIII. AMENDED AND RESTATEMENT OF ARTICLES OF INCORPORATION**

The Articles of Incorporation of the LAW OFFICES OF LOPEZ & LOPEZ, P.A. shall be amended upon the effective date of the merger as set forth on Exhibit "1" attached hereto.

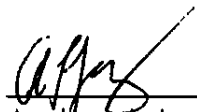
IN WITNESS WHEREOF, the LAW OFFICES OF LOPEZ & LOPEZ, P.A., and STAKENBORG LAW, P.A., pursuant to the approval and authority duly given by resolutions adopted by their respective Boards of Directors have caused this Plan and Agreement of Merger to be executed by the President and Attested by the Secretary of each party hereto, and the corporate seal affixed.

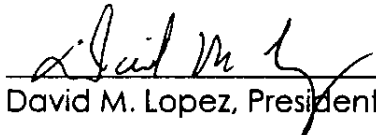
Attest:

  
\_\_\_\_\_  
David M. Lopez, Secretary

(Seal)

LAW OFFICES OF LOPEZ & LOPEZ, P.A.

BY:   
\_\_\_\_\_  
Andrew L. Lopez, President

BY:   
\_\_\_\_\_  
David M. Lopez, President

Attest:

  
\_\_\_\_\_  
Elizabeth F. Stakenborg, Secretary

(Seal)

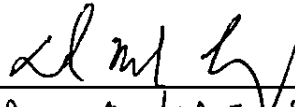
STAKENBORG LAW, P.A.

BY:   
\_\_\_\_\_  
Elizabeth F. Stakenborg, President

**CERTIFICATE OF CORPORATE SECRETARY**

I, DAVID M. LOPEZ, Secretary of the LAW OFFICES OF LOPEZ & LOPEZ, P.A., a corporation organized and existing under the laws of the State of Florida, hereby certify, as such secretary and under the seal of the said corporation, that the Agreement of Merger to which this certificate is attached, after having been first duly signed on behalf of said corporation by the President and Secretary of the LAW OFFICES OF LOPEZ & LOPEZ, P.A., a corporation of the State of Florida, was duly submitted to the stockholders of said the LAW OFFICES OF LOPEZ & LOPEZ, P.A., at a special meeting of said stockholders called and held separately from the meeting of stockholders of any other corporation, upon waiver of notice, signed by all the stockholders, for the purpose of considering and taking action upon said Agreement of Merger, that 99 shares of stock of said corporation were on said date issued and outstanding and that the holders of 99 shares voted by ballot in favor of said Agreement of Merger and that no ballots were cast against said agreement, the said affirmative vote representing at least a majority of the total number of shares of the outstanding capital stock of said corporation, and that thereby the Agreement of Merger was at said meeting duly adopted as the act of the stockholders of said the LAW OFFICES OF LOPEZ & LOPEZ, P.A., and the duly adopted agreement of the said corporation.


WITNESS my hand and seal of said the LAW OFFICES OF LOPEZ & LOPEZ, P.A. on this 16th day of February 2017.

  
DAVID M. LOPEZ, Secretary

**CERTIFICATE OF CORPORATE SECRETARY**

I, Elizabeth F. Stakenborg, Secretary of STAKENBORG LAW, P.A. a corporation organized and existing under the laws of the State of Florida, hereby certify, as such secretary and under the seal of the said corporation, that the Agreement of Merger to which this certificate is attached, after having been first duly signed on behalf of said corporation by the President and Secretary of STAKENBORG LAW, P.A., a corporation of the State of Florida, was duly submitted to the stockholders of said STAKENBORG LAW, P.A., at a special meeting of said stockholders called and held separately from the meeting of stockholders of any other corporation, upon waiver of notice, signed by all the stockholders, for the purpose of considering and taking action upon said Agreement of Merger, that 50,000 shares of stock of said corporation were on said date Issued and outstanding and that the holders of 50,000 shares voted by ballot in favor of said Agreement of Merger and that no ballots were cast against said agreement, the said affirmative vote representing at least a majority of the total number of shares of the outstanding capital stock of said corporation, and that thereby the Agreement of Merger was at said meeting duly adopted as the act of the stockholders of said STAKENBORG LAW, P.A., and the duly adopted agreement of the said corporation.

WITNESS my hand and seal of said STAKENBORG LAW, P.A. on this 16th day of February 2017.

  
Elizabeth F. Stakenborg, Secretary



THE ABOVE AGREEMENT OF MERGER, having been executed by the President and Secretary of each corporate party thereto, and having been adopted separately by the stockholders of each corporate party thereto, in accordance with the provisions of the General Corporation Law of the State of Florida, and the fact having been certified on said Agreement of Merger by the Secretary of each corporate party thereto, the President and Secretary of each corporate party thereto do now hereby execute the said Agreement of Merger under the corporate seals of their respective corporations, by the authority of the directors and stockholders thereof, as the respective act, deed and agreement of each of said corporation, on the 16th day of February 2017.

Attest:

LAW OFFICES OF LOPEZ & LOPEZ, P.A.

  
\_\_\_\_\_  
David M. Lopez, Secretary

BY:   
\_\_\_\_\_  
Andrew L. Lopez, President

(Seal)

BY:   
\_\_\_\_\_  
David M. Lopez, President

Attest:

STAKENBORG LAW, P.A.

  
\_\_\_\_\_  
Elizabeth F. Stakenborg, Secretary

BY:   
\_\_\_\_\_  
Elizabeth F. Stakenborg, President

(Seal)

---

**EXHIBIT "1"**

**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION OF  
LOPEZ, LOPEZ & STAKENBORG, P.A.**

**ARTICLE I - NAME**

The name of this corporation is LOPEZ, LOPEZ & STAKENBORG, P.A.

The mailing address of said corporation is: 47 Pecan Pass, Ocala, Florida 34472.

**ARTICLE II - DURATION**

This corporation shall have perpetual existence.

**ARTICLE III - PURPOSE**

The purpose for which this corporation is formed are:

a. To engage in the practice of law as a professional corporation, to carry on services incident to the practice of law and to own or lease and operate facilities for the purposes of providing legal services.

b. To promote the Corporations legal services; to furnish related activities to the legal services and to own or lease real and personal property, enter into contracts and engage in any lawful business necessary for the rendering of such professional services.

c. To do everything necessary, proper, or convenient for the accomplishment of any of the purposes set forth in these articles, and to do every other act incidental to the corporate purposes which is not forbidden by the laws of the State of Florida or by the provisions of these articles of incorporation.

The purposes of this corporation shall be carried out only through officers, employees, and agents, each of whom so required by law is duly licensed or

otherwise legally qualified to render professional legal services in the State of Florida.

#### **ARTICLE IV - CAPITAL STOCK**

4.1 This corporation is authorized to issue 100 shares of \$1.00 par value common stock.

4.2 Stock Certificates. Certificates of stock shall be signed by the president, joint with the secretary and in the form approved by the Board of Directors consistent with Florida law.

4.3 Shares Not in Classes. The shares of the corporation are not to be divided into classes.

4.4 No person may be a stockholder of this corporation who does not so qualify under Section 621.09, Florida Statutes, as it is amended from time to time, and transfer of shares is limited by Section 621.11, Florida Statutes.

#### **ARTICLE V - PRINCIPLE OFFICE**

The street address of the principle office of the corporation is 47 Pecan Pass, Ocala, FL 34472.

#### **ARTICLE VI - REGISTERED AGENT - DESIGNATION AND ACCEPTANCE**

The name of the registered agent of this corporation at the offices designated above is TROW, DOBBINS & PISANI, P.A., who a Certificate of Acceptance attached to these Amended and Restated Articles of Incorporation to indicate its acceptance which Certificate is incorporated herein by referenced. The initial registered office where the registered agent is located is 1301 NE 14<sup>th</sup> Street, Ocala, Florida 34470-4641

**ARTICLE VII - SUBSCRIBERS AND THE  
INITIAL BOARD OF DIRECTORS**

7.1 The Corporation shall have three (3) Directors initially. The number of Directors may be increased from time to time by the By-Laws, but shall never be less than one. The name and address of the Directors of this Corporation are:

Andrew L. Lopez, 47 Pecan Pass, Ocala, FL 34472;

David M. Lopez, 47 Pecan Pass, Ocala, FL 34472; and

Elizabeth F. Stakenborg, 10705 SE 151<sup>st</sup> Street, Summerfield, FL 34491

7.2 The name and address of the persons signing these Amended and Restated Articles of Incorporation are as follows:

Andrew L. Lopez, 47 Pecan Pass, Ocala, Florida 34472

David M. Lopez, 47 Pecan Pass, Ocala, FL 34472; and

Elizabeth F. Stakenborg, 10705 SE 151<sup>st</sup> Street, Summerfield, FL 34491

7.3 The Corporation shall indemnify any Officer or Director, or any former Officer or Director to the full extent permitted by law.

7.4 At a special meeting of shareholders called expressly for that purpose, directors may be removed in the manner provided by the By-Laws.

**ARTICLE VIII - CONFLICTS**

Any contract or other transaction between the corporation and one or more of its directors, shareholders or employees, in which they are interested, directly or indirectly, or between the corporation and any corporation or association of which one or more of its directors, shareholders, members, directors, officers, or employees, have an interest, directly or indirectly shall be

valid for all purposes, notwithstanding the presence of the director or directors at the meeting of the board of the corporation that acts upon, or in reference to the contract or transaction; provided, the interested party does not vote or participate in the action; that the interested party discloses his interest before action is taken, and the contract or transaction is fair and reasonable as to the corporation at the time it is authorized by the board or its shareholders. The Section is intended to expand the ability of the corporation to conduct business with interested parties and shall not be construed to invalidate any contract of other transaction that would otherwise be valid under the common and statutory law applicable to it.

#### **ARTICLE IX – DISTRIBUTIONS AND DIVIDENDS**

The Corporation may make distributions and dividends to its Shareholders upon a 100% unanimous vote and approval of its Shareholders.

#### **ARTICLE X – INFORMAL SHAREHOLDER ACTION**

Any action of the Shareholders may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all the Shareholders entitled to vote upon such action at a meeting and filed with the Secretary of the Corporation as part of the corporate records.

#### **ARTICLE XI – INFORMAL DIRECTOR ACTION**

If all of the Directors severally or collectively consent in writing to any action taken or to be taken by the Corporation, and the writings evidencing their

consent are filed with the Secretary of the Corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

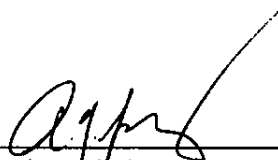
**ARTICLE XII - AMENDMENT OF BY-LAWS**

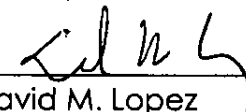
The By-Laws of the Corporation may be restated, amended or repealed by a 100% unanimous vote of its Shareholders.

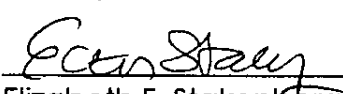
**ARTICLE XIII - AMENDMENT OF ARTICLES OF INCORPORATION**

The corporation reserves the right to amend the articles by a 100% unanimous vote of its Shareholders.

IN WITNESS WHEREOF, the undersigned consisting of all of the incorporators, shareholders, directors and officers of the Corporation have executed these Amended and Restated Articles of Incorporation this 24th day of February 2017 and hereby certifies that these Amended and Restated Articles were approved pursuant to Florida Statutes and by a 100% unanimous vote of the Shareholders of the Corporation.

  
\_\_\_\_\_  
Andrew L. Lopez  
47 Pecan Pass  
Ocala, Florida 34472

  
\_\_\_\_\_  
David M. Lopez  
47 Pecan Pass  
Ocala, Florida 34472

  
\_\_\_\_\_  
Elizabeth F. Stakenborg  
10705 SE 151<sup>st</sup> Street  
Summerfield, FL 34491

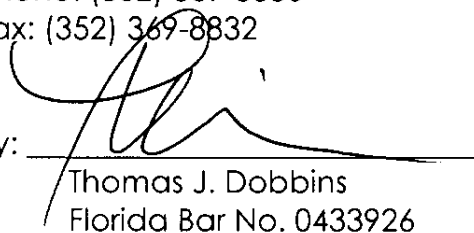
**CERTIFICATE OF ACCEPTANCE BY REGISTERED AGENT**

Having been named to accept service of process for the above stated corporation at the place designated in this Certificate, the undersigned hereby accepts the appointment to act in this capacity, and agrees to comply with the provision of said Act relative to keeping open said office. I am familiar with and accept the duties and responsibilities as registered agent for Lopez, Lopez & Stakenborg, P.A.

DATED this 24th day of February 2017.

TROW, DOBBINS & PISANI, P.A.  
1301 NE 14<sup>th</sup> Street  
Ocala, FL 34470-4641  
Phone: (352) 369-8830  
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