

7/14/2014

Division of Corporations

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JWB MANAGEMENT GROUP, INC.**

Certificate of Status	0
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DEPT. OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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RESTATED  
ARTICLES OF INCORPORATION  
OF  
JWB MANAGEMENT GROUP, INC.

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The undersigned, pursuant to the unanimous consent of the Shareholders and Board of Directors of JWB Management Group, Inc., in accordance with Section 607.1007 of the Florida Business Corporation Act, hereby restate the Articles of Incorporation of JWB Management Group, Inc. as follows:

ARTICLE I

The name of the Corporation is:

JWB Management Group, INC.

ARTICLE II

The Corporation shall be entitled to engage in any activity or business permitted under the laws of the State of Florida.

ARTICLE III

The authorized share capital of the Corporation shall consist of 10,000 shares of common stock, no par value per share, which are divided into two (2) classes of common stock as follows:

<u>Class of Stock</u>	<u>Number of Authorized Shares</u>	<u>Par Value</u>
Class A Non-Voting common stock	5,000	No Par Value
Class B Voting common stock	5,000	No Par Value

The Class A Non-Voting common stock is nonvoting and does, other than with respect to its lack of a vote, possess all of the rights of the Class B Voting Common Stock including, but not limited to, the right to participate with the Class B Voting Common Stock on an equal basis in

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dividend and other distributions from the Corporation.

All shares when issued shall be fully paid and non -assessable.

#### ARTICLE IV

The Corporation shall have perpetual existence.

#### ARTICLE V

The principal office of the Corporation shall be located at 5700- 4<sup>th</sup> Street, North, St. Petersburg, FL 33703 but the Corporation shall have power to establish branch offices and other places of business at such other places within or without the State of Florida as may be determined and deemed expedient by the Board of Directors.

#### ARTICLE VI

The Board of Directors of the Corporation shall not be less than one (1) or more than seven (7) unless otherwise provided in the By-Laws. A quorum for the transaction of business shall be a majority of the Board of Directors qualified and acting unless otherwise provided in the By-Laws. The Board of Directors may make or amend the By-Laws; any meeting of the Board of Directors may be held within or without the State of Florida. A person shall not have to be a stockholder in order to qualify as a member of the Board of Director.

#### ARTICLE VII

The time and place of the annual stockholders meeting shall be fixed in the By-Laws or by resolution of the Board of Directors and any stockholder may waive notice thereof either before or after the meeting.

The Board of Directors shall be elected annually by the Shareholders at their annual meeting or at a special meeting held for that purpose. All vacancies in the Board of Directors shall be filled by the Board of Directors until the next annual meeting and the Board of Directors shall have the right to increase or decrease the number of Board of Directors within the limits of

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these Articles of Incorporation.

ARTICLE VIII

The Corporation reserves the right to amend or repeal any of the provisions contained in these Restated Articles of Incorporation or any amendments hereto in accordance with the applicable provisions of the Florida Business Corporation Act and the By-Laws of the Corporation if not in conflict with the Florida Business Corporation Act.

ARTICLE IX

Pursuant to Section 48.091 Florida Statutes, the Corporation names Lauren W. Berns, Jr. as its registered agent to accept service of process within this State. The registered office of said Corporation is located at 5700- 4<sup>th</sup> Street, North, St. Petersburg, FL 33703.

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**CERTIFICATE OF RESTATED ARTICLES OF INCORPORATION  
OF JWB MANAGEMENT GROUP, INC.**

I HEREBY CERTIFY that the attached Restated Articles of Incorporation of JWB Management Group, Inc. do not contain an amendment to the Articles of Incorporation of JWB Management Group, Inc. and I HEREBY FURTHER CERTIFY that the attached Restated Articles of Incorporation of JWB Management Group, Inc. were duly authorized by the unanimous consent of the Shareholders and Board of Directors of JWB Management Group, Inc., effective on June 24, 2014

JWB Management Group, Inc.

By: 

John W. Barnhart, Jr., President

(Corporate Seal)

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