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2024 JUN 24 AM 9:39  
CLERK OF COURT

## COVER LETTER

TO: Registration Section  
Division of Corporations

SUBJECT: Alcorn McBride, Inc.

Name of Limited Liability Company

The enclosed Articles of Amendment and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Charles D. Wilder

Name of Person

Estate Planning and Legacy Law Center, PLC

Firm/Company

711 Ballard Street, Suite 1000

Address

Altamonte Springs, Florida 32701

City/State and Zip Code

cwilder@epllc-plc.com

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

For further information concerning this matter, please call:

Charles D. Wilder

Name of Person

at ( 407 ) 647-7526

Area Code

Daytime Telephone Number

Enclosed is a check for the following amount:

☐ \$25.00 Filing Fee

\$35.00 Filing Fee

☐ \$30.00 Filing Fee &  
Certificate of Status

☐ \$55.00 Filing Fee &  
Certified Copy  
(additional copy is enclosed)

☐ \$60.00 Filing Fee,  
Certificate of Status &  
Certified Copy  
(additional copy is enclosed)

Mailing Address:

Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Street Address:

Registration Section  
Division of Corporations  
The Centre of Tallahassee  
2415 N. Monroe Street, Suite 810  
Tallahassee, FL 32303

**Amended  
Articles of Incorporation  
of  
Alcorn McBride, Inc.  
A Florida Corporation**

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2024 JUN 24 AM 9:40

FILE

The undersigned President of the Corporation, upon direction from the Board of Directors, desires to amend the Articles of Incorporation under the laws of the State of Florida by delivering to the Secretary of State of the State of Florida these Amended Articles of Incorporation, in accordance with the provisions of Florida Business Corporation Act ("Act").

**Article One  
Name**

The name of the Corporation is Alcorn McBride, Inc.

**Article Two  
Registered Agent**

**Section 2.01 Registered Agent and Registered Office**

The Corporation's Registered Office address in the State of Florida is: 6488 Binloop Drive Orlando, Florida 32835.

The name of the Corporation's Registered Agent at that office is Alexander Wasson.

**Section 2.02 Registered Agent Consent**

Alex Wasson a resident of Florida, accepts the appointment as Registered Agent of Alcorn McBride, Inc., a Florida Corporation. Process, notices, and demands may be served upon me at the Registered Office address stated above. I understand that as Registered Agent, my responsibilities are to receive service of process, to forward mail, and to immediately notify the Secretary of State if I resign or if the Registered Office address changes.

Dated: June 13, 2024.

*Alexander Wasson*

Alexander Wasson

### **Article Three Stock**

The total number of shares of stock that the Corporation has authority to issue is 7,500 shares of Common Stock of the par value of \$1.00 per share, all of one class.

### **Article Four Preemptive Shareholder Rights**

The preemptive right of a Shareholder to acquire additional shares is affirmed.

### **Article Five Principal Office Address**

The place in this state where the principal office of the corporation is to be located is:

6488 Binloop Drive  
Orlando, Florida 32835

## **Article Six**

### **Board of Directors**

The Board of Directors will have 5 Directors. Thereafter, the number of Directors will be determined by the Bylaws, but in no event less than three.

The names of the initial Directors are:

Steven C. Alcorn;

Loren Barrows;

Alexander Wasson;

Hunter Olson

Scott Harkless

Newly created directorships resulting from any increase in the authorized number of Directors or any vacancies in the Board of Directors resulting from death, resignation, retirement, disqualification, removal from office, or other cause will be filled by a majority vote of the remaining Directors, though less than a quorum. These interim Directors will hold office for a term that expires at the next annual meeting of Shareholders, at which time the Shareholders will elect the successors.

The Board of Directors will fix by resolution the compensation or salary paid for attendance at each regular or special meeting of the Board in which a Director actually participates. Each Director will be reimbursed for all out-of-pocket expenses reasonably incurred in connection with performing the duties of a Director.

## **Article Seven**

### **Limitations on Authority of Board of Directors**

Even after due authorization, approval, or advice of an action by the Board of Directors as required by law, all of the following corporate actions also require approval by the Shareholders by an affirmative vote of a majority of the votes entitled to be cast to be effective and valid:

- (a) Issuing shares of stock of any class now or later authorized, or any securities exchangeable for, or convertible into such shares, warrants or other instruments evidencing rights or options to subscribe for, or otherwise acquire such shares.
- (b) Redeeming shares of its own stock, or purchasing or otherwise acquiring its own shares.
- (c) Amending the Corporation's Bylaws.
- (d) Amending these Articles of Incorporation.

## **Article Eight Duration**

The Corporation's duration is perpetual.

## **Article Nine Release from Personal Liability**

A Director will not be personally liable to the Corporation or its Shareholders for monetary damages for breach of fiduciary duty as a Director, except liability for:

- the amount of a financial benefit received by a Director to which he or she is not entitled under Florida law;
- an intentional infliction of harm on the Corporation or the Shareholders, individually or collectively;
- any distribution for which a Director votes or approves that is not lawful under Florida law; or
- an intentional violation of criminal law.

## **Article Ten Power to Enact, Amend, and Repeal Bylaws**

The Corporation's Board of Directors holds the exclusive power to make, alter, amend, or repeal the Corporation's Bylaws.

These Amended Articles of Incorporation will become effective immediately upon filing with the Secretary of State of Florida.

  
\_\_\_\_\_  
Steven C. Alcorn, President/CEO