

322710

FAXED
SEP 10 2002

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H02000194566 4))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

RECEIVED

02 SEP 11 PM 1:30

DIVISION OF CORPORATIONS

Division of Corporations
Fax Number : (850)205-0380

com: GRETCHEN KROHN

Account Name : HENDERSON, FRANKLIN, STARNES & HOLT, P.A.
Account Number : 075410002172
Phone : (941)334-4121 X601
Fax Number : (941)334-4100

2002 SEP 11 PM 4:21

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

BASIC AMENDMENT

JOHNSON ENGINEERING, INC.

Certificate of Status	1
Certified Copy	0
Page Count	03
Estimated Charge	\$43.75

Amended &
Restated Art
09/11/02
DC



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State .

September 11, 2002

JOHNSON ENGINEERING, INC.
2158 JOHNSON STREET
PO BOX 1550
FORT MYERS, FL 33902

SUBJECT: JOHNSON ENGINEERING, INC.
REF: 322710

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

RESTATED ARTICLES MUST COMPLY WITH FLORIDA STATUTE 607.1007. PLEASE CORRECT YOUR STATUTE NUMBER.

The incorporator(s) cannot be amended or changed. Please correct your document accordingly.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6880.

Karen Gibson
Document Specialist

FAX Aud. #: H02000194566
Letter Number: 302A00052092

FAX AUDIT NO.: H02000194566 4

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
2002 SEP 11 PM 4:21

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
JOHNSON ENGINEERING, INC.
A Florida Corporation**

Pursuant to the provisions of Section 607.1007, Florida Statutes, Johnson Engineering, Inc., pursuant to a resolution duly adopted by its shareholders and board of directors, hereby adopts the following Amended and Restated Articles of Incorporation to its original Articles of Incorporation filed on November 3, 1967, under the name of Carl E. Johnson, Inc., to be effective upon filing with the Florida Secretary of State:

ARTICLE I. NAME AND ADDRESS.

The name of this corporation shall be JOHNSON ENGINEERING, INC. The principal business address of the corporation is 2158 Johnson Street, Fort Myers, Florida 33901.

ARTICLE II. DURATION.

This corporation was formed on November 3, 1967, and shall have perpetual existence thereafter.

ARTICLE III. PURPOSE.

The purpose for which the corporation is organized is the transaction of any and all lawful business for which a corporation may be incorporated under the Florida Business Corporation Act, as the same may from time to time be amended.

ARTICLE IV. CAPITAL STRUCTURE.

The aggregate number of shares of capital stock which this corporation shall have authority to issue shall be one million (1,000,000) shares of common stock, all of the same class and each having a par value of one dollar (\$1.00).

ARTICLE V. REGISTERED AGENT & OFFICE.

The name of the registered agent of the corporation at its registered office, and the street address of its registered office, is as follows:

<u>Name</u>	<u>Address</u>
Steven K. Morrison	2158 Johnson Street Fort Myers, FL 33901

FAX AUDIT NO.: H02000194566 4

FAX AUDIT NO.: H02000194566 4

ARTICLE VI. DIRECTORS.

The business and the affairs of this corporation shall be managed by a Board of Directors, which shall be elected by the shareholders and serve as provided in the Bylaws. The number of the members of the Board of Directors may either be increased or decreased from time to time by the Bylaws, but shall never be less than one (1). The corporation has seven (7) Directors, and the name and address of these Directors are as follows:

<u>Name</u>	<u>Address</u>
Steven K. Morrison	2158 Johnson Street Fort Myers, FL 33901
Gary R. Bull	2158 Johnson Street Fort Myers, FL 33901
Andrew D. Tilton	2158 Johnson Street Fort Myers, FL 33901
Joseph W. Ebner	2158 Johnson Street Fort Myers, FL 33901
Kenton R. Keiling	2158 Johnson Street Fort Myers, FL 33901
Mark G. Wentzel	2158 Johnson Street Fort Myers, FL 33901
Kevin M. Winter	2158 Johnson Street Fort Myers, FL 33901

ARTICLE VII. BYLAWS.

The power to adopt, alter, amend or repeal bylaws shall be vested in both the Board of Directors and the shareholders. Bylaws adopted, altered, amended or repealed by the shareholders of the corporation may not be repealed, altered, amended or readopted by the Board of Directors if the shareholders so provide.

ARTICLE VIII. INCORPORATORS.

The name and the address of the person signing these Amended and Restated Articles of Incorporation is as follows:

<u>Name</u>	<u>Address</u>
Steven K. Morrison	2158 Johnson Street Fort Myers, FL 33901

FAX AUDIT NO.: H02000194566 4 2

FAX AUDIT NO.: H02000194566 4

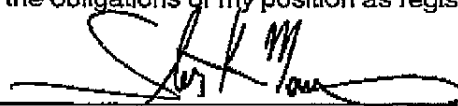
IN WITNESS WHEREOF, the person executing these Amended and Restated Articles of Amendment to the Articles of Incorporation has caused his hand and seal to be set this 9 day of Sept, 2002.



Steven K. Morrison, President

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named to accept service of process for this corporation, at the place designated in these Amended and Restated Articles of Incorporation, I hereby accept the appointment, understand my duties as registered agent, and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Steven K. Morrison, Registered Agent