

F 000000005445

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

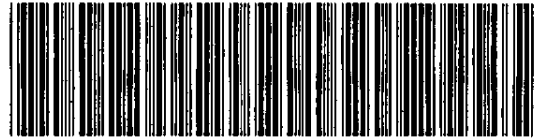
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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TO: Amendment Section
Division of Corporations

SUBJECT: Mazzetti Nash Lipsey Burch Inc
Name of Corporation

DOCUMENT NUMBER: F0000005445

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Cyndi Fuhrer
Name of Contact Person

Mazzetti Inc
Firm/Company

320 Seven Springs Way Suite 115
Address

Brentwood TN 37027
City/State and Zip Code

cfuhrer@mazzetti.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Cyndi Fuhrer at 615 312-6486
Name of Contact Person Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

- \$35.00 Filing Fee
- \$43.75 Filing Fee & Certificate of Status
- \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed)
- \$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

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

2018 MAR 26 AM 11:04
RECEIVED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECTION I
(1-3 MUST BE COMPLETED)

F00000005445

(Document number of corporation (if known))

1. Mazzetti Nash Lipsey Burch Inc

(Name of corporation as it appears on the records of the Department of State)

2. California

(Incorporated under laws of)

3. 09/28/2000

(Date authorized to do business in Florida)

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? 3/12/2013

5. Mazzetti Inc.

(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

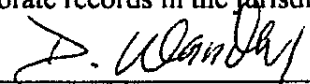
6. If the amendment changes the period of duration, indicate new period of duration.

(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

(New jurisdiction)

8. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.



(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Darryl Wandry

(Typed or printed name of person signing)

CFO

(Title of person signing)

**State of California
Secretary of State**

CERTIFICATE OF STATUS

ENTITY NAME:

MAZZETTI, INC.

FILE NUMBER: C0604049
FORMATION DATE: 07/30/1970
TYPE: DOMESTIC CORPORATION
JURISDICTION: CALIFORNIA
STATUS: ACTIVE (GOOD STANDING)

I, ALEX PADILLA, Secretary of State of the State of California,
hereby certify:

The records of this office indicate the entity is authorized to
exercise all of its powers, rights and privileges in the State of
California.

No information is available from this office regarding the financial
condition, business activities or practices of the entity.



IN WITNESS WHEREOF, I execute this certificate
and affix the Great Seal of the State of
California this day of December 19, 2017.

A handwritten signature in black ink, appearing to read 'Alex Padilla'.

**ALEX PADILLA
Secretary of State**

0604049 A0738249

FILED ✓
Secretary of State
State of California

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**CERTIFICATE OF AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF MAZZETTI NASH LIPSEY BURCH, INC.**

Walter N. Vernon and John M. Pappas certify that:

1. They are the President and the Secretary, respectively, of MAZZETTI NASH LIPSEY BURCH, INC., a California corporation ("Corporation").
2. The Articles Of Incorporation of the Corporation are hereby amended and restated as follows:

I. NAME

The name of the Corporation is MAZZETTI, INC.

II. PURPOSE

The purpose of the Corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of California other than the banking business, the trust company business, or the practice of a profession permitted to be incorporated by the California Corporations Code.

III. BENEFIT CORPORATION

This Corporation is a benefit corporation.

IV. STOCK

The Corporation is authorized to issue only one class of shares, which shall be designated "common shares," having a total number of 100,000 shares.

V. NO PREFERENCES, PRIVILEGES, RESTRICTIONS

No distinction shall exist between the shares of the Corporation or the holders thereof.

VI. LIABILITY OF DIRECTORS

The liability of the directors of the Corporation for monetary damages shall be eliminated to the fullest extent permitted under California law.

VII. INDEMNIFICATION

The Corporation is authorized to indemnify its agents (as defined in Corporations Code Section 317) through bylaw provisions, agreements with agents, vote of shareholders or disinterested directors or otherwise, in excess of the indemnification otherwise permitted by Corporations Code Section 317, subject only to the applicable limits set forth in Corporations Code Section 204 with respect to actions for breach of duty to the Corporation and its shareholders.

VIII. STOCK BUY/SELL AGREEMENT

If proceedings for dissolution of the Corporation to which Corporations Code Section 2000 applies are instituted, the provisions of any Stock Buy/Sell Agreement then in effect among the Corporation's shareholders shall govern and supersede any provisions of Section 2000 which are inconsistent therewith, to the extent required to enforce such agreement.

IX. GENERAL CORPORATION LAW OF 1977

The Corporation elects to be governed by all of the provisions of the General Corporation Law of 1977 not otherwise applicable to it under Chapter 23 thereof.

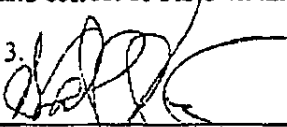
3. The foregoing Amended And Restated Articles Of Incorporation has been duly approved by the Board of Directors of the Corporation.

4. The foregoing Amended And Restated Articles Of Incorporation has been duly approved by the required vote of shareholders in accordance with Corporations Code Section 902. The Corporation has only one class of shares and the number of outstanding shares is 46,282. The number of shares voting in favor of the amendment was unanimous. The percentage vote required was more than two-thirds of the outstanding shares.

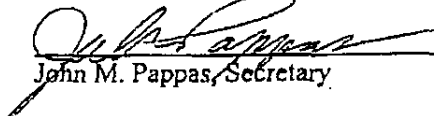
EXECUTION

We declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

Dated: March 12, 2013.



Walter N. Vernon, President



John M. Pappas, Secretary