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178 169

No. 1797 P. 1

Division of Corporations

Florida Department of State
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Email Address: MarshallK@barneypumps.com

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COR AMND/RESTATE/CORRECT OR O/D RESIGN
BARNEY'S PUMPS, INC.

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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Barney's Pumps, Inc.

DOCUMENT NUMBER: 178169

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

David A. Miller
Name of Contact Person
Peterson & Myers, P.A.
Firm/ Company
225 East Lemon Street, Suite 300
Address
Lakeland, Florida 33801
City/ State and Zip Code
MarshallK@barneypumps.com
E-mail address: (to be used for future annual report notification)

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TALLAHASSEE, FL

For further information concerning this matter, please call:

David A. Miller at 853 683-6511
Name of Contact Person Area Code & Daytime Telephone Number

Enclosed is a check for the following amount made payable to the Florida Department of State:

- | | | | |
|---|---|--|--|
| <input checked="" type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee & Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed) | <input type="checkbox"/> \$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
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

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**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
BARNEY'S PUMPS, INC.**

The undersigned, as Chief Executive Officer of Barney's Pumps, Inc., a Florida corporation (the "Corporation"), for and on behalf of the Corporation, hereby executes these Amended and Restated Articles of Incorporation, pursuant to Section 607.1006 and 607.1007, Florida Statutes, which provide as follows:

ARTICLE I - NAME

The name of this Corporation is: Barney's Pumps, Inc.

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

The street address of the principal office of the Corporation and the mailing address of the Corporation is 2965 Barney's Pumps Place, Lakeland, Florida 33812.

ARTICLE III - PURPOSE

This Corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - DURATION

The Corporation shall exist perpetually hereafter until dissolved according to law.

ARTICLE V - CAPITAL STOCK

The Corporation will have only one (1) class of stock consisting of two (2) types of common stock, which are Type A and Type B. The maximum number of shares that the Corporation is authorized to have outstanding at any time is 150,000 shares of Type A common stock, having a par value of \$0.01 per share, and 600,000 shares of Type B common stock, having a par value of \$0.01 per share. The preferences, limitations, and relative rights in respect of the shares of Type A and Type B common stock will be the same, except that Type A common stock is the only stock having voting rights and the shares of Type B common stock are not to be voted on any matters, except when otherwise required by law.

ARTICLE VI - DIRECTORS

The Corporation shall have the number of directors as set forth in the Corporation's Bylaws, but this number shall never be less than one (1). The names and addresses of the current directors of the Corporation are:

Johnnie Mack Curls, Jr.
2965 Barney's Pumps Place
Lakeland, Florida 33812

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John Matthew Curls
2965 Barney's Pumps Place
Lakeland, Florida 33812

Kate Marshall
2965 Barney's Pumps Place
Lakeland, Florida 33812

David A. Miller
225 East Lemon Street, Suite 300
Lakeland, Florida 33801

Michelle Netwal
5015 South Florida Ave Suite 101
Lakeland, FL 33813

Robbie Pearce
2965 Barney's Pumps Place
Lakeland, Florida 33812

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ARTICLE VII – REGISTERED AGENT

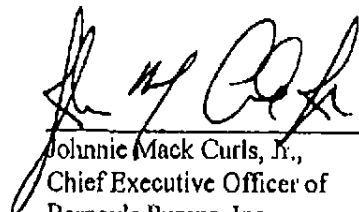
The name of the current registered agent of the Corporation in the State of Florida is David A. Miller, whose address is 225 East Lemon Street, Suite 300, Lakeland, Florida 33801.

ARTICLE VIII – DIRECTOR AND SHAREHOLDER APPROVAL

All amendments herein were adopted and proposed by the directors of the Corporation and then approved by the shareholders of the Corporation. Then number of votes cast for the amendments by the shareholders were sufficient for approval. The date of adoption of each amendment contained herein was March 24, 2023.

These amended and restated articles of incorporation consolidate all amendments into a single document.

IN WITNESS WHEREOF, the undersigned hereby executes these Amended and Restated Articles of Incorporation as of June 6, 2023. The undersigned submits this document and affirms that the facts stated herein are true. The undersigned is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in Section 817.155 of the Florida Statutes.


Johnnie Mack Curls, Jr.,
Chief Executive Officer of
Barney's Pumps, Inc.

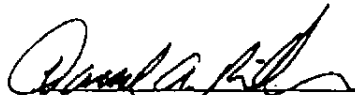
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ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in the foregoing Amended and Restated Articles of Incorporation, I hereby accept appointment as registered agent of the Corporation 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. I certify that I am familiar with and accept the duties and obligations of my position as registered agent.

Dated: June 6, 2023.



David A. Miller
Registered Agent

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