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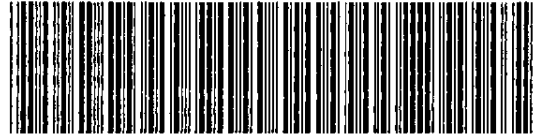
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**COVER LETTER**

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: Engler Engineering Corporation

DOCUMENT NUMBER: 278885

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

Please return all correspondence concerning this matter to the following:

Harvey D. Rogers, Esq.  
Name of Contact Person

Harvey D. Rogers, P.A.  
Firm/ Company

28 West Flagler St., Suite 500  
Address

Miami, FL 33130  
City/ State and Zip Code

RogersLaw1@aol.com & RogersLawOffice1@aol.com  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Harvey D. Rogers at (305) 579-2100  
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:

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| <input type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certificate of Status | <input checked="" type="checkbox"/> \$43.75 Filing Fee &<br>Certified Copy<br>(Additional copy is enclosed) | <input type="checkbox"/> \$52.50 Filing Fee<br>Certificate of Status<br>Certified Copy<br>(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

**AMENDED AND RESTATED ARTICLES OF INCORPORATION OF  
ENGLER ENGINEERING CORPORATION  
A Florida Corporation**

This Amended and Restated Articles of Incorporation, duly executed and filed pursuant to Sections 617.1003, 617.1006, and 617.1007, Florida Statutes, of the Florida Business is to be effective upon filing and is a Restatement and in part an amendment of the Article of Incorporation of Florida Business Corporations Act ("Act"), of the Articles of Incorporation of Engler Engineering Corporation, a Florida Corporation ("Corporation") originally filed with the Secretary of the State of Florida on the 26th. day of February, 1964. The Stockholders of the Corporation having duly unanimously adopted the under the Florida Corporation Act, the following Amended and Restated Articles of Incorporation, all adopted on the 9th. day of March, 2011, the following articles amended and restated in their entirety, as follows:

**ARTICLE I  
(Name and Address)**

Section 1. **Name:** The name of this Corporation shall be: **Engler Engineering Corporation.**

Section 2. **Principal Office:** The principal place of business and mailing address of the Corporation is: 1099 East 47<sup>th</sup>. Street Hialeah, Florida 33013.

Section 3. **Mailing Address:** The mailing address of this Corporation is: 1099 East 47<sup>th</sup>. Street Hialeah, Florida 33013.

Section 4. **Resident Agent:** The name and Address of the initial Resident is: Eva K. Engler, 1099 East 47<sup>th</sup>. Street Hialeah, Florida 33013.

**ARTICLE II  
(Purpose and Powers)**

Section 1. **Purpose:** This Corporation is organized and is to be operated for the purpose of transacting and to engage in any activity or business permitted under the laws of the State of Florida and The United States of America.

Section 2. **Powers:** In furtherance of the purpose of the Corporation, the Corporation may:

a) exercise all of the powers and privileges and perform all of the duties and obligations of the as set forth in the aforescribed declaration and Bylaws as the same currently exist and may be amended from time to time as therein provided;

b) fix, levy, collect and enforce payment by any lawful means, all charges and assessments pursuant to the terms of the Bylaws; to pay all expenses in connection therewith and all

office and other expenses incident to the conduct of the business of the Company, including all licenses, fees, taxes or governmental charges levied or imposed against the Association;

c) acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Company;

d) exercise all of the common law and statutory powers of a corporation, for profit, established to govern in Florida; provided, however, that no action shall be taken which conflicts with the Bylaws of the Company or Florida Law;

e) enforce by legal means the provisions of the Bylaws;

f) participate in mergers/consolidations with other for profit corporations organized for the same or similar purpose.

### ***ARTICLE III*** ***(Common Stock)***

This Corporation is authorized to issue 7,500 shares of common stock of One (\$ 1.00) Dollar par value. No other class of stock is authorized. Each issued and outstanding share of common stock shall be entitled to one vote on each matter submitted to a vote at a meeting of the Stockholders.

### ***ARTICLE IV*** ***(Term of Existence)***

The Corporation is to exist perpetually.

### ***ARTICLE V*** ***(Amendment of Articles)***

This Corporation reserves the right to amend or repeal any provisions contained in these Articles or any amendment thereto, pursuant to the terms as provided in § 607, *Florida Statutes*, and rights conferred upon the Stockholders is subject to this reservation. All corporate powers shall be exercised by, and the business and affairs of the Corporation shall be managed by a majority vote of the Stockholders of this Corporation.

### ***ARTICLE VI*** ***(Board of Directors and Election)***

Section 1: ***Business Management:*** The business and affairs of this Corporation shall be managed by a Board of Directors, through the duly appointed officers of the Corporation.

Section 2: ***Board of Directors:*** The names and addresses of the persons who are to serve as

Directors are:

<b><i>Name:</i></b>	<b><i><u>Address:</u></i></b>
Eva K. Engler	1099 East 47th. Street Hialeah, Florida 33013
Michael D. Engler	1099 East 47th. Street Hialeah, Florida 33013
Raya Engler	1099 East 47th. Street Hialeah, Florida 33013
Steven S. Menaged	1099 East 47th. Street Hialeah, Florida 33013

Section 3: ***Number of Directors:*** The number of Directors shall not be less than three (3). Subject to the foregoing, the number of Directors may be changed from time to time as provided in the Bylaws.

Section 4: ***Directors Elections:*** Directors shall be elected, removed and hold office by a vote of the Stockholders of the Company as provided in the Bylaws and in compliance with the applicable provisions of the Florida Statutes.

## ***ARTICLE VII*** ***(Officers)***

Section 1: ***Type of Officers:*** The officers of the Corporation shall include a President, Vice-President, Secretary and Treasurer. The Corporation may have additional officers as may be designated in the Bylaws. However, any amendment of such provisions shall be determined as provided under applicable Florida law.

Section 2: ***Powers of Officers:*** Each of the officers shall have such powers and responsibilities and shall be elected, removed and hold office as provided in the Bylaws of this Non-Profit Corporation.

Section 3: **Initial Officers:** The following are the initial officers of the Corporation.

<b><i>Name:</i></b>	<b><i>Address:</i></b>	<b><i>Office:</i></b>
Eva K. Engler	1099 East 47th. Street Hialeah, Florida 33013	President

Michael D. Engler                      1099 East 47th. Street                      Vice President  
Hialeah, Florida 33013

Raya Engler                      1099 East 47th. Street                      Secretary/Treasurer  
Hialeah, Florida 33013

Steven S. Menaged                      1099 East 47th. Street                      Vice President  
Hialeah, Florida 33013

**ARTICLE VIII**  
**(Bylaws)**

The power to adopt, alter, amend or repeal Bylaws for this Corporation shall be vested only in the Stockholders, as is more fully described and specifically provided in the Bylaws of this Corporation and as may be modified, for time to time, under Florida Law.

**ARTICLE IX**  
**(Indemnification)**

The Corporation shall indemnify all Officers or Directors, or any former Officer or Director, to the full extent permitted by law for all acts done or made on behalf of the Corporation.

**ARTICLE X**  
**(Corporate Hypothecation)**


The Board of Directors of the Corporation may not authorize any mortgage or pledge of, or creation of a security interest in any property and assets of the Corporation for the purpose of securing the payment or performance of any obligation of the Corporation, without obtaining prior Shareholder approval of any and each such transaction by the vote or written consent of the holders of fifty one (51) percent of the shares of the Corporation entitled to vote thereon and not otherwise.

The foregoing Amendment and Restatement was adopted on the 9th. day of March, 2011, pursuant to the written unanimous consent of the Stockholders, Directors and Officers of the Company pursuant to the provisions of §§ 607.0704, 607.0821, 607.1003 and 607.1007, Florida Statutes known as the Act. The number of votes cast for the amendment and restatement was unanimous and sufficient for approval.

The effective time and date of these Amended and Restated Articles of Incorporation shall be upon the filing with the Florida Department of State.

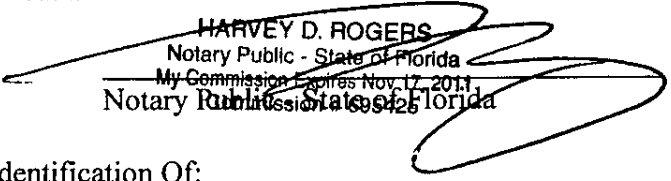
**IN WITNESS WHEREOF**, the undersigned has executed these Amended and Restated Articles of Incorporation and hereunto set her hand and seal this 9 day of March, 2011.

**Engler Engineering Corporation**

  
\_\_\_\_\_  
**Eva Engler, President**

STATE OF FLORIDA                    }  
  } S.S.  
COUNTY OF MIAMI-DADE        }

Sworn to and subscribed before me this 9th day of March, 2011, by: **Eva Engler**, as President, who did/did not take an oath.

  
**HARVEY D. ROGERS**  
Notary Public - State of Florida  
My Commission Expires Nov. 17, 2011  
Notary Public - State of Florida

My Commission Expires: \_\_\_\_\_  
Personally Known:   ✓   or Produced Identification Of: \_\_\_\_\_