

459528

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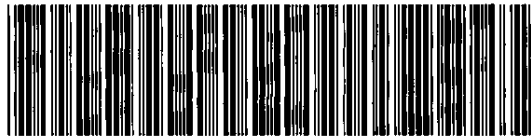
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FILED
2009 JUN 17 AM 8:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amended & Restated

TB 6/18/09

DONALD P. REED
ATTORNEY AT LAW
535 Central Avenue • Suite 411 • St. Petersburg, Florida • 33701
Telephone 727-823-3422

Also Admitted in Michigan

E-Mail: dr@reedlawoffice.com

May 13, 2009

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

Name of Corporation: **Beckwith Electric Co., Inc.**

Document No.: **459528**

Dear Sir/Madam:

The enclosed Amended and Restated Articles of Incorporation are submitted for filing. Also enclosed is a check in the amount of \$35.00 for the filing fee.

Please send correspondence concerning this filing to the following:

Donald P. Reed
Attorney at Law
535 Central Avenue
Suite 411
St. Petersburg, FL 33701

For additional information regarding this filing, please call:

Donald P. Reed (727) 823-3422

Thank you for your assistance.

Very truly yours,


Donald P. Reed

Encls.

cc: Beckwith Electric Co., Inc.

/kr

DONALD P. REED
ATTORNEY AT LAW
535 Central Avenue • Suite 411 • St. Petersburg, Florida • 33701
Telephone 727-823-3422

Also Admitted in Michigan

E-Mail: dn@reedlawoffice.com

June 15, 2009

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

Name of Corporation: **Beckwith Electric Co., Inc.**

Document No.: **459528**

Dear Sir/Madam:

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Donald P. Reed (727) 823-3422

Thank you for your assistance.

Very truly yours,



Donald P. Reed

Encs.

/kr



FLORIDA DEPARTMENT OF STATE
Division of Corporations

May 22, 2009

DONALD P. REED
ATTORNEY AT LAW
535 CENTRAL AVE STE 411
ST PETERSBURG, FL 33701

SUBJECT: BECKWITH ELECTRIC CO., INC.
Ref. Number: 459528

We have received your document for BECKWITH ELECTRIC CO., INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must have original signatures.

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) 245-6925.

Teresa Brown
Regulatory Specialist II

Letter Number: 709A000174

RECEIVED
2009 JUN 17 AM 8:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
BECKWITH ELECTRIC CO., INC.**

FILED
2009 JUN 17 AM 8:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, as Chief Executive Officer of BECKWITH ELECTRIC CO., INC., a Florida corporation (the "Corporation"), does hereby certify that the following Amended and Restated Articles of Incorporation were approved and adopted by written consent of the shareholders of the Corporation on MAY 6th, 2009, pursuant to Section 607.0704, *Florida Statutes*. The number of votes cast by the shareholders for the Amended and Restated Articles of Incorporation set forth herein was sufficient for approval. The Amended and Restated Articles of Incorporation set forth herein supersede in their entirety the prior Amended and Restated Articles of Incorporation filed on May 7, 2007. Reference Document No. 459528.

Article I - Name

The name of the Corporation is BECKWITH ELECTRIC CO., INC.

Article II - Principal Office

The principal office of the Corporation is located at 6190 118th Avenue North, Largo, Florida 33773-3724. The mailing address of the Corporation is 6190 118th Avenue North, Largo, Florida 33773-3724.

Article III - Stock

The maximum number of shares of stock which the Corporation is authorized to have outstanding at any one time is Two Hundred Fifty Six Thousand (256,000) shares of common stock, divided into shares of common voting stock and common nonvoting stock. The total number of shares of common voting stock authorized is Twenty Five Thousand Six Hundred (25,600) shares having a par value of Ten Cents (\$0.10) per share. The total number of shares of common nonvoting stock authorized is Two Hundred Thirty Thousand Four Hundred (230,400) shares having a par value of Ten Cents (\$0.10) per share.

The sole difference between common voting stock and common nonvoting stock is that the shares of common nonvoting stock shall have no voting power whatsoever, nor shall the holders of common nonvoting stock be entitled to notice of any meeting of

shareholders of the Corporation. The voting power is vested exclusively in the shares of common voting stock, which shall have one (1) vote per share.

Article IV - Board of Directors

The Corporation shall have a board of directors consisting of at least one (1) director.

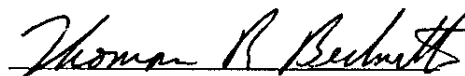
Article V – Cumulative Voting

The holders of the Corporation's common voting stock are entitled to cumulate their votes for directors by multiplying the number of votes they are entitled to cast by the number of directors for whom they are entitled to vote, and cast the product thereof for a single candidate or distribute the product among two or more candidates.

Article VI - Indemnification

The Corporation shall indemnify every officer and director, and every former officer and director, to the fullest extent provided by law.

IN WITNESS WHEREOF, the undersigned Chief Executive Officer of BECKWITH ELECTRIC CO., INC. has executed these Amended and Restated Articles of Incorporation this 6th day of May, 2009.



Thomas R. Beckwith
Chief Executive Officer
Beckwith Electric Co., Inc.