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C T CORPORATION SYSTEM

660 East Jefferson Street

Requestor's Name

Tallahassee, Florida 32301

Address

(850) 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

400002817104--5

-03/24/99--01072--023

*****35.00 *****35.00

Amended
Restated
Name
Change

- ☐ Profit
☐ NonProfit
☐ Limited Liability Company
☐ Foreign

☒ Amendment

☐ Merger

☐ Dissolution/Withdrawal

☐ Mark

- ☐ Limited Partnership
☐ Reinstatement
☐ Limited Liability Partnership
☐ Certified Copy

☐ Annual Report

☐ Fict. Filing

☐ Photo Copies

- ☐ Other
☐ Change of R.A.
☐ UCC-1
☐ CUS

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Thanks, Melanie ☺

MAR 24

RECEIVED
99 MAR 24 PM 12:21
DIVISION OF CORPORATION

ARTICLES OF AMENDMENT AND RESTATEMENT
OF THE
ARTICLES OF INCORPORATION
OF
DYNAMIC RESOURCES, INC.


99 MAR 24 PM 3:36
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DYNAMIC RESOURCES, INC., a corporation organized and existing under the laws of the State of Florida (the "Corporation"), in order to amend and restate its Articles of Incorporation in accordance with the requirements of Chapter 607, Florida Statutes, does hereby certify as follows:

1. The name of the Corporation is Dynamic Resources, Inc.
2. The Articles of Incorporation are hereby amended and restated by deleting the Articles of Incorporation of the Corporation in their entirety and replacing such Articles of Incorporation with the Amended and Restated Articles of Incorporation beginning on the immediately following page.
3. These Articles of Amendment and Restatement contain amendments to this Corporation's Articles of Incorporation (the "Amendments") requiring shareholder approval. These Articles of Amendment and Restatement and the Amendments were approved and adopted by the board of directors of the Corporation by unanimous written consent dated March 11, 1999, and by the sole shareholder of this Corporation by written consent dated March 11, 1999. There has been and there is only one class of capital stock of this Corporation outstanding, there was only one voting group entitled to vote on these Articles of Amendment and Restatement and the Amendments, and all outstanding shares were voted in favor of the Amendments. Accordingly, the number of votes cast for the amendment were voted in favor of the Amendments. Accordingly, the number of votes cast for the amendment by the shareholder was sufficient for approval of these Articles of Amendment and Restatement and the Amendments.
4. These Articles of Amendment and Restatement, the Amendments and the Amended and Restated Articles of Incorporation attached hereto shall become effective when filed with the Secretary of State of the State of Florida.

IN WITNESS WHEREOF, the undersigned duly authorized officer of this Corporation has executed these Articles of Amendment and Restatement of the Articles of Incorporation of Dynamic Resources, Inc. this 11th day of March, 1999.

DYNAMIC RESOURCES, INC.

By: 
Name: Peter T. Dameris
Title: Senior Vice President

AMENDED AND
RESTATED ARTICLES OF INCORPORATION

First: The name of the Corporation is Metamor Government Solutions, Inc.

Second: The registered office of the Corporation in the State of Florida is located at 1200 South Pine Island Road, Plantation, Florida, 33324. The name and address of its registered agent is CT Corporation, 1200 South Pine Island Road, Plantation, Florida, 33324.

Third: The nature of the business to be conducted by the Corporation is to engage in any lawful act or activity for which corporations may be organized under the Florida Statutes.

Fourth: The total number of shares of stock which the Corporation shall have authority to issue is One Thousand (1,000) of a par value of \$1.00 each, amounting in the aggregate to \$1,000.00, all designated Common Stock.

Each share of Common Stock shall entitle the holder thereof to one vote, in person or by proxy, at any and all meetings of the stockholders of the Corporation on all propositions before such meetings.

No holder of any class of stock shall be entitled to any right, preemptive or otherwise, to subscribe to or purchase any additional issue or any securities of the Corporation which may be now or hereafter authorized to be issued, or any stock or securities held in the treasury of the Corporation, whether issued or sold for cash or other consideration or as a dividend or otherwise.

Subject to all of the rights of any Preferred Stock or any series thereof hereafter authorized, the holders of the Common Stock shall be entitled to receive, when, as and if declared by the Board of Directors, out of funds legally available therefor, dividends payable in cash, stock or otherwise.

Upon any liquidation, dissolution or winding up of the Corporation, whether voluntary or involuntary, and after the holders of the Preferred Stock of each series, if any shall hereafter be authorized and issued, shall have been paid in full the amounts to which they respectively shall be entitled, or a sum sufficient for such payments in full shall have been set aside, the remaining net assets of the Corporation shall be distributed pro rata to the holders of the Common Stock in accordance with their respective rights and interests, to the exclusion of the holders of the Preferred Stock.

Fifth: In furtherance and not in limitation of the powers conferred by statute, the Board of Directors is expressly authorized:

(1) To authorize and cause to be executed mortgages and liens upon the real and personal property of the Corporation;

(2) To set apart out of any of the funds of the Corporation available for dividends a reserve or reserves for any proper purpose and to abolish any such reserve in the manner in which it was created;

(3) When and as authorized by the stockholders in accordance with law, to sell, lease or exchange all or substantially all the property and assets of the Corporation, including its goodwill and its corporate franchises, upon such terms and conditions and for such consideration, which may consist in whole or in part of money or property including securities of any other corporation or corporations, as the Board of Directors shall deem expedient and for the best interests of the Corporation; and

(4) To alter, amend or repeal the Bylaws, as such powers may from time to time be provided in the Bylaws of the Corporation.

Sixth: Meetings of stockholders may be held within or without the State of Florida, as the Bylaws may provide. The books of the Corporation may be kept (subject to any provision contained in the statutes) outside the State of Florida at such place or places as may be designated from time to time by the Board of Directors or in the Bylaws of the Corporation. Elections of directors need not be by written ballot unless the Bylaws of the Corporation shall so provide.

Seventh: The Corporation reserves the right to amend, alter, change or repeal any provision contained in this Restated Articles of Incorporation, in the manner now or hereafter prescribed by statute and in this Restated Articles of Incorporation, and all rights conferred upon stockholders herein are granted subject to this reservation.

Eighth: No director of the Corporation shall be personally liable to the Corporation or its stockholders for monetary damages for breach of his fiduciary duty as a director, provided that, the limitation on liability contained herein shall not eliminate the liability of a director (i) for any breach of the director's duty of loyalty to the Corporation or its stockholders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) arising under Chapter 607 of the Florida Statutes, or (iv) for any transaction from which the director derives an improper personal benefit.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 11th day of
March 1999.



Peter T. Dameris