

# F07000000201

Florida Department of State  
Division of Corporations  
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**FOR AMND/RESTATE/CORRECT OR O/D RESIGN**

**EPS TURNKEY SECURITY SERVICES, INC.**

Certificate of Status	0
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7-7-09

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**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.)

**SECTION I**  
**(1-3 MUST BE COMPLETED)**

F07000000201

(Document number of corporation (if known))

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TALLAHASSEE, FLORIDA

1. EPS Turnkey Security Services, Inc.

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

2. Delaware

(Incorporated under laws of)

3. 1/11/2007

(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? 3-31-2009

5. EPS Corporation

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

EPS Corporation of Delaware

(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)

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

Antoinette M. Musorrafti

(Typed or printed name of person signing)

Exec. Vice President / CFO

(Title of person signing)

H090001564133

# Delaware

PAGE 1

*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "ENGINEERING AND PROFESSIONAL SERVICES INC.", CHANGING ITS NAME FROM "ENGINEERING AND PROFESSIONAL SERVICES INC." TO "EPS CORPORATION", FILED IN THIS OFFICE ON THE THIRTY-FIRST DAY OF MARCH, A.D. 2009, AT 11:30 O'CLOCK A.M.

2023813 8100

090663032

You may verify this certificate online  
at [corp.delaware.gov/authwar.shtml](http://corp.delaware.gov/authwar.shtml)



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 7393606

DATE: 06-30-09

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 11:30 AM 03/31/2009  
FILED 11:30 AM 03/31/2009  
SRV 090321539 - 2023813 FILE

**STATE OF DELAWARE  
CERTIFICATE OF NAME CHANGE AMENDMENT  
OF CERTIFICATE OF INCORPORATION**

The corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware does hereby certify:

**FIRST:** That at a meeting of the Board of Directors of **ENGINEERING AND PROFESSIONAL SERVICES INC.** resolutions were duly adopted setting forth a proposed amendment of the Certificate of Incorporation of said corporation, declaring said amendment to be advisable and calling a meeting of the stockholders of said corporation for consideration thereof. The resolution setting forth the proposed amendment is as follows:

**RESOLVED**, that the Certificate of Incorporation of this corporation be amended by changing the Article thereof numbered "1" so that, as amended, said Article shall be and read as follows:

**1. The name of the corporation is EPS CORPORATION.**

**SECOND:** That thereafter, pursuant to resolution of its Board of Directors, a special meeting of the stockholders of said corporation was duly called and held upon notice in accordance with Section 222 of the General Corporation Law of the State of Delaware at which meeting the necessary number of shares as required by statute were voted in favor of the amendment.

**THIRD:** That said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

**IN WITNESS WHEREOF**, said corporation has caused this certificate to be signed this 26<sup>th</sup> day of March 2009.

By: \_\_\_\_\_

Antoinette M. Musonafiti  
Secretary



# Delaware

PAGE 1

*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"EPS TURNKEY SECURITY SERVICES, INC.", A DELAWARE CORPORATION,

WITH AND INTO "ENGINEERING AND PROFESSIONAL SERVICES INC." UNDER THE NAME OF "ENGINEERING AND PROFESSIONAL SERVICES INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-THIRD DAY OF JANUARY, A.D. 2009, AT 12:30 O'CLOCK P.M.

2023813 8100M

090601536

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 7350805

DATE: 06-09-09

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 12:30 PM 01/23/2009  
FILED 12:30 PM 01/23/2009  
SRV 090065800 - 2023813 FILE

**STATE OF DELAWARE  
CERTIFICATE OF MERGER OF  
DOMESTIC CORPORATIONS**

Pursuant to Title 8, Section 251(c) of the Delaware General Corporation Law, the undersigned corporation executed the following Certificate of Merger:

**FIRST:** The name of the surviving corporation is Engineering and Professional Services Inc., and the name of the corporation being merged into this surviving corporation is EPS TURNKEY SECURITY SERVICES, INC.

**SECOND:** The Agreement of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations.

**THIRD:** The name of the surviving corporation is Engineering and Professional Services Inc. a Delaware corporation.

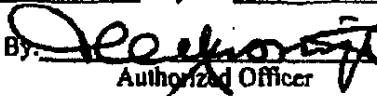
**FOURTH:** The Certificate of Incorporation of the surviving corporation shall be its Certificate of Incorporation.

**FIFTH:** The merger is to become effective on January 1, 2009  
(For Accounting Purposes Only)

**SIXTH:** The Agreement of Merger is on file at 78 Apple Street  
Tinton Falls, NJ 07724, the place of business  
of the surviving corporation.

**SEVENTH:** A copy of the Agreement of Merger will be furnished by the surviving corporation on request, without cost, to any stockholder of the constituent corporations.

**IN WITNESS WHEREOF,** said surviving corporation has caused this certificate to be signed by an authorized officer, the 1st day of January, A.D., 2009.

By:   
Authorized Officer

Name: Francesco A. Musorrafiti  
Print or Type

Title: President & CEO