

F070000003408

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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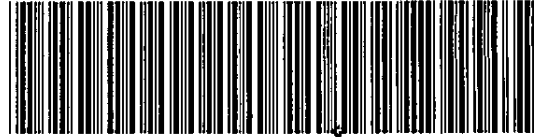
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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I ALBRITTON

# SUNSHINE CORPORATE FILING OF FLORIDA INC.

3458 Lakeshore Drive  
Tallahassee, Florida 32312

(850) 656-4724

SUNSHINECORPORATE2014@GMAIL.COM

Date: 12-15-16

**ENTITY NAME:**

MRB GROUP, ENGINEERING, ARCHITECTURE  
E SURVEYING, P.C.

**\*\*PLEASE FILE THE ATTACHED AND RETURN:\*\***

X

Plain Copy

Certified Copy

**\*\*PLEASE OBTAIN THE FOLLOWING FOR THE ABOVE ENTITY:\*\***

Document Number: \_\_\_\_\_

\_\_\_\_\_  
Certified Copy of Arts & Amendments

\_\_\_\_\_  
Certificate of Good Standing

**\*\*APOSTILLE/NOTARIAL CERTIFICATION:\*\***

COUNTRY OF DESTINATION \_\_\_\_\_

NUMBER OF CERTIFICATES REQUESTED \_\_\_\_\_

TOTAL AMOUNT OWED: 35

CHECK NUMBER: 3176

PLEASE CONTACT TINA OR ERIC AT 850-656-4724 FOR ANY PROBLEMS OR INFORMATION ON THIS MATTER.

Thank you!

## COVER LETTER

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** MRB GROUP, ENGINEERING, ARCHITECTURE & SURVEYING, P.C.  
Name of Corporation

**DOCUMENT NUMBER:** F07000003408

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Elizabeth Stehler

Name of Contact Person

Harter Secrest & Emery LLP

Firm/Company

1600 Bausch and Lomb Place

Address

Rochester, NY 14604

City/State and Zip Code

~~xxxxx.Hart@hartersecrest.com~~ tammy.ileri@mrbgroup.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Elizabeth Stehler

at ( 585 ) 231-1413

Name of Contact Person

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:



\$35.00 Filing Fee



\$43.75 Filing Fee &  
Certificate of Status



\$43.75 Filing Fee &  
Certified Copy  
(Additional copy is  
enclosed)



\$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  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**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)**

F07000003408

(Document number of corporation (if known))

1. MRB GROUP, ENGINEERING, ARCHITECTURE & SURVEYING, P.C.

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

2. New York

(Incorporated under laws of)

3. 07/06/2007

(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? 08/10/2016

5. MRB GROUP, ENGINEERING, ARCHITECTURE & SURVEYING, D.P.C., Inc.

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

N/A

(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.

N/A

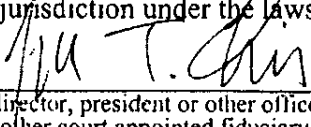
(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

N/A

(New jurisdiction)

8. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.

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

Ryan T. Colvin

(Typed or printed name of person signing)

President

(Title of person signing)

***STATE OF NEW YORK***  
***DEPARTMENT OF STATE***

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.



WITNESS my hand and official seal of the  
Department of State, at the City of Albany, on  
December 14, 2016.

A handwritten signature in black ink, appearing to read "B. Fitzgerald", written over a horizontal line.

Brendan Fitzgerald  
Executive Deputy Secretary of State

160810000566

**CERTIFICATE OF AMENDMENT  
OF THE  
CERTIFICATE OF INCORPORATION  
OF  
MRB GROUP, ENGINEERING, ARCHITECTURE & SURVEYING, P.C.**

Under Sections 805 and 1503 of the Business Corporation Law

**FIRST:** The name of the corporation is **MRB Group, Engineering, Architecture & Surveying, P.C.**

**SECOND:** The Certificate of Incorporation was filed with the Department of State on February 5, 1985.

**THIRD:** The amendments affected by this Certificate of Amendment are as follows:

(i) Article "1." of the Certificate of Incorporation regarding the name of the Corporation is hereby amended to read in its entirety as follows:

"1. The name of the Design Professional Corporation is MRB Group, Engineering, Architecture & Surveying, D.P.C."

(ii) A new Article "11." regarding the names, residence addresses, professions and percentage of ownership of the shareholders of the Corporation is hereby added, to read in its entirety as follows:

"11. The names, addresses and percentage of ownership of each of the shareholders of the Corporation are:

<u>NAME</u>	<u>RESIDENCE ADDRESS</u>	<u>PROFESSION</u>	<u>% OWNERSHIP</u>
Derek C. Anderson	1067 Cherry Hill Lane Webster, NY 14580	Engineering	3.81%
Scott Bova	15 Crownwood Circle Pittsford, NY 14534	Architecture	0.49%
Thomas E. Caponi	518 Blackthorne Lane Webster, NY 14580	Engineering	1.24%
Ryan T. Colvin	5206 Town Line Road Rushville, NY 14544	Engineering	10.88%
Richard N. DeGuida	6437 Long Point Road Brewerton, NY 13029	Engineering	0.49%
David M. Doyle	639 Maris Run Webster, NY 14580	Engineering	6.92%
Thomas J. Fromberger	18 Arlington Drive Pittsford, NY 14534	Engineering	1.24%

<u>NAME</u>	<u>RESIDENCE ADDRESS</u>	<u>PROFESSION</u>	<u>% OWNERSHIP</u>
Gregory J. Hotaling	11 Rio Grande North Chili, NY 14514	Engineering	4.20%
William J. Johnson	4630 Route 247 Stanley, NY 14561	Land Surveying	0.49%
Patrick A. Nicoletta	3945 Orchard Street Walworth, NY 14568	Engineering	25.48%
James J. Oberst	87 Westland Avenue Rochester, NY 14618	Engineering	23.25%
Kurt Rappazzo	119 Fisher Road Rochester, NY 14624	Engineering	0.74%
Stephen W. Schultz	1552 Creek Street Rochester, NY 14625	Engineering	8.41%
Robert A. Sciarrone	808 Lindsey Circle Webster, NY 14580	Engineering	9.89%
David R. Willard	20 Evanwood Drive Rochester, NY 14626	Engineering	2.47%

"

(iii) A new Article "12." regarding the names of the president, the chairperson of the board of directors, the chief executive officer and the directors of the Corporation is hereby added, to read in its entirety as follows:

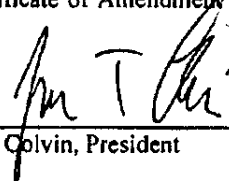
"12. The names of the individuals who will be the president, the chairperson of the board of directors, the chief executive officer and the directors of the Corporation are:

<u>NAME</u>	<u>POSITION</u>
Ryan T. Colvin	Chief Executive Officer, Chairman, President, Director
James J. Oberst	Executive Vice President and COO, Director
David M. Doyle	Vice President, Director
Scott E. Bova	Vice President of Architecture, Director
Patrick A. Nicoletta	Secretary and Treasurer, Director
Robert A. Sciarrone	Director"

**FOURTH:** This Certificate of Amendment was authorized by Joint Unanimous Written Consent of the Board of Directors of the Corporation followed by Joint Unanimous Written Consent of the Shareholders of the Corporation.

*(signature page follows)*

IN WITNESS WHEREOF, I have signed this Certificate of Amendment this 27<sup>th</sup> day  
of April, 2016.

A handwritten signature in dark ink, appearing to read "Ryan T. Colvin", is written over a horizontal line.

Ryan T. Colvin, President





New York State Department of  
**Taxation and Finance**  
Office of Processing and Taxpayer Services  
W A Harriman Campus  
Albany NY 12227

**Wednesday, April 13, 2016**

SN: **361018**

RN:

## Corporate Tax Search

**SARAH HENDRICKS  
HARTER CREST AND EMERY  
1600 BAUSCH AND LOMB PLACE  
ROCHESTER, NY 14606  
Attention: SARAH HENDRICKS**

Articles 9, 9-A, 13,  
13-A, 32, and 33.

Reference ID

Corporation name: **MRB GROUP, ENGINEERING, ARCHITECTURE & SURVEYING, P.C.**

Incorp Date

**02/05/1985**

Filing period

**December**

Termination date

Termination type

According to our records, tax liens exist for the periods below.

Franchise tax returns are missing for the period(s) ended:

**None**

Franchise tax payments are past due for period(s) ended:

**None**

Other fees due

License fee (Article 9, section 181):

Maintenance fee for period (s) ended:

### Lien Provision

The tax shall become a lien on the date the return is required to be filed (without regard to any extension of time for filing the return), except that such tax shall become a lien not later than the date the taxpayer ceases to be subject to the tax or to exercise its franchise or to do business in New York State in a corporate or organized capacity. A dissolved corporation that continues to conduct business shall also be subject to the tax imposed by this article.

### Need help?



Visit our Web site at [www.tax.ny.gov](http://www.tax.ny.gov)

- get information and manage your taxes online
- check for new online services and features



#### Telephone assistance

Corporation Tax Information Center: (518) 485-6027

To order forms and publications: (518) 457-5431



**Text Telephone (TTY) Hotline** (for persons with hearing and speech disabilities using a TTY): If you have access to a TTY, contact us at (518) 485-5082. If you do not own a TTY, check with independent living centers or community action programs to find out where machines are available for public use.



**Persons with disabilities:** In compliance with the Americans with Disabilities Act, we will ensure that our lobbies, offices, meeting rooms, and other facilities are accessible to persons with disabilities. If you have questions about special accommodations for persons with disabilities, call the information center.



THE STATE EDUCATION DEPARTMENT / THE UNIVERSITY OF THE STATE OF NEW YORK / ALBANY, NY 12234

Office of the Professions, Professional Corporations Unit, State Education Building, 89 Washington Avenue, Albany, NY 12234  
Tel. (518) 474-3817 Ext. 400  
Fax (518) 473-5515  
E-mail address: OPCORP@Mail.NYSED.GOV

August 2, 2016

New York State Department of State  
Division of Corporations  
One Commerce Plaza  
99 Washington Avenue, Suite 600  
Albany, NY 12231-0001

**RE: MRB GROUP, ENGINEERING, ARCHITECTURE & SURVEYING, P.C.**

CONTROL NUMBER 17-017763

To Whom It May Concern:

The files of the Licensing authority indicate that the above referenced *Professional Service Corporation* has met all the requirements, is authorized to provide professional services without restriction and is in "GOOD STANDING" with the New York State Education Department.

The purpose of the company is to practice: *Engineering, Architecture & Land Surveying*

The original *Certificate of Incorporation* was filed on 02/05/85.

\*\*\*\*\*

Subscribed this 2<sup>nd</sup> day of August 2016



Susan Seeley  
Professional Corporations Unit

**THE UNIVERSITY OF THE STATE OF NEW YORK  
THE STATE EDUCATION DEPARTMENT  
ALBANY, NEW YORK 12234**

Consent is hereby given to the filing of the annexed certificate of amendment  
to the Certificate of Incorporation of

**MRB GROUP, ENGINEERING, ARCHITECTURE & SURVEYING, P.C.**  
*AMENDING THE TITLE TO:*  
**MRB GROUP, ENGINEERING, ARCHITECTURE & SURVEYING, D.P.C.**

a Design Professional Service Corporation incorporated pursuant to Article 15 of the Business Corporation Law.

I hereby certify that each of the individuals named below, who are all of the licensed persons named in the attached amendment to the Certificate of Incorporation as shareholders, directors and officers thereof, is authorized by law to practice the profession set forth after his name.

I certify that each of the shareholders, officers, directors, and owners named in the annexed *Certificate of Incorporation* are of good moral character as determined by this Department.

I further certify that if such corporation will be authorized by law to practice more than one profession, one or more of such individuals is authorized to practice each profession which such proposed corporation will be authorized to practice.

<u>NAME &amp; RESIDENCE ADDRESS</u>	<u>TITLE</u>	<u>PROFESSION</u>	<u>LICENSE or Certificate #</u>
Derek C. Anderson 1067 Cherry Hill Lane Webster, NY 14580		Engineering	069854
Scott Bova Crownwood Circle Pittsford, NY 14534	Vice President	Architecture	033086
Thomas E. Caponi 518 Blackthorne Lane Webster, NY 14580		Engineering	091446



IN WITNESS WHEREOF, I have hereunto  
set my hand in the city of Albany  
this 2<sup>nd</sup> day of August, 2016.

A handwritten signature in cursive script, appearing to read "Susan Seeley".

Susan Seeley  
Professional Corporations

THE ISSUANCE OF THIS CERTIFICATE DOES NOT CONSTITUTE APPROVAL  
OF THE COMPANY NAME BY THE DEPARTMENT OF STATE.

PLS-709

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THE STATE EDUCATION DEPARTMENT  
ALBANY, NEW YORK 12234

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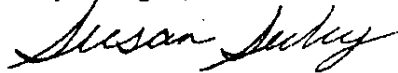
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<u>NAME &amp; RESIDENCE ADDRESS</u>	<u>TITLE</u>	<u>PROFESSION</u>	<u>LICENSE or Certificate #</u>
Ryan T. Colvin 5206 Town Line Road Rushville, NY 14544	Chairman, President <sup>and</sup> Chief Executive Officer	Engineering	078431
Richard N. DeGuida 6437 Long Point Road Brewerton, NY 13029		Engineering	057841
David M. Doyle 639 Maris Run Webster, NY 14580	Vice President	Engineering	066669

IN WITNESS WHEREOF, I have hereunto  
set my hand in the city of Albany  
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Susan Seeley  
Professional Corporations



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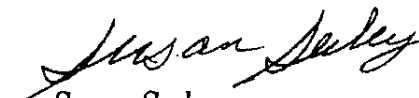
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Thomas J. Fromberger 18 Arlington Drive Pittsford, NY 14534		Engineering	086072
Gregory J. Hotaling 11 Rio Grande North Chili, NY 14514		Engineering	081010
William J. Johnson 4630 Route 247 Stanley, NY 14561	Vice President	Land Surveying	049862

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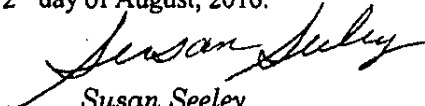
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Patrick A. Nicoletta 3945 Orchard Street Walworth, NY 14568		Engineering	068905
James J. Oberst 87 Westland Avenue Rochester, NY 14618	Vice President	Engineering	071899
Kurt Rappazzo 119 Fisher Road Rochester, NY 14624		Engineering	085515



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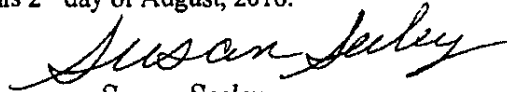
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Stephen W. Schultz 1552 Creek Street Rochester, NY 14625		Engineering	070042
Robert A. Sciarrone 808 Lindsey Circle Webster, NY 14580		Engineering	074850
David R. Willard 20 Evanwood Drive Rochester, NY 14626		Engineering	080651



IN WITNESS WHEREOF, I have hereunto  
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Susan Seeley  
Professional Corporations

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PLS-709

566

**CERTIFICATE OF AMENDMENT  
OF THE CERTIFICATE OF INCORPORATION  
OF**

**MRB GROUP, ENGINEERING, ARCHITECTURE & SURVEYING, P.C.**

Under Sections 805 and 1503 of the Business Corporation Law

**FILED**

2016 AUG 10 PM 4:35

LCS

**STATE OF NEW YORK  
DEPARTMENT OF STATE**  
**FILED** AUG 10 2016  
TAXS 0  
BY: L

**LCS  
DRAWDOWN - #AL**

Elizabeth Stehler, Paralegal  
Harter Secrest & Emery LLP  
1600 Bausch & Lomb Place  
Rochester, New York 14604-2711

Customer Ref. #

65210

604