

F110000000143

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



000218230590

01/17/12--01029--019 **35.00

FILED
2012 JAN 17 PM 3:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

N/C

TBrown

1-19-12

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: LMI Electrical Contractors, Inc.
Name of Corporation

DOCUMENT NUMBER: F11000000143

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Holly Seel
Name of Contact Person

LMI Systems, Inc.
Firm/Company

1902 Tucker Industrial Rd.
Address

Tucker, GA 30084
City/State and Zip Code

h.seel@lmisystemsinc.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Holly Seel at (770) 491-0343
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

(Pursuant to s. 607.1504, F.S.)

F11000000143

FILED
2012 JAN 17 PM 3:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

SECTION II

- its jurisdiction of incorporation?
- 04/20/2011

LMI Systems, 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)

(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)

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)

Holly Seel

(Typed or printed name of person signing)

Treasurer

(Title of person signing)

STATE OF GEORGIA

Secretary of State

Corporations Division
313 West Tower
2 Martin Luther King, Jr. Drive
Atlanta, Georgia 30334-1530

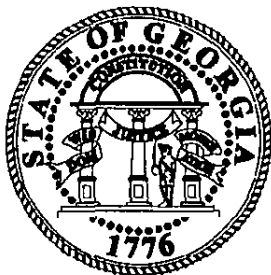
Certified Copy

I, Brian P. Kemp, Secretary of the State of Georgia, do hereby certify under the seal of my office that the attached documents are true and correct copies of documents filed under the name of

LMI SYSTEMS, INC.

Domestic Profit Corporation

Said entity was formed in the jurisdiction set forth above and has filed in the Office of Secretary of State on the 18th day of February, 1993 its certificate of limited partnership, articles of incorporation, articles of association, articles of organization or application for certificate of authority to transact business in Georgia. This Certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence of the existence or nonexistence of the facts stated herein.



WITNESS my hand and official seal of the City of Atlanta and the State of Georgia on 13th day of January, 2012

B. P. Kemp

Brian P. Kemp
Secretary of State

Secretary of State
Business Services and Regulation
Suite 315, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530

CONTROL NUMBER: 9304340
EFFECTIVE DATE: 02/18/1993
COUNTY : DEKALB
REFERENCE : 0076
PRINT DATE : 02/23/1993
FORM NUMBER : 311

JOHN C. JOYNER
150 EAST PONCE DE LEON AVE, STE 480
DECATUR GA 30030

CERTIFICATE OF INCORPORATION

I, MAX CLELAND, Secretary of State and the Corporation Commissioner of the State of Georgia, do hereby certify under the seal of my office that

LMI ELECTRICAL CONTRACTORS, INC.

has been duly incorporated under the laws of the State of Georgia on the effective date stated above by the filing of articles of incorporation in the office of the Secretary of State and by the paying of fees as provided by Title 14 of the Official Code of Georgia Annotated.

WITNESS my hand and official seal in the City of Atlanta and the State of Georgia on the date set forth above.



Max Cleland
MAX CLELAND
SECRETARY OF STATE

Verley J. Spivey
VERLEY J. SPIVEY
DEPUTY SECRETARY OF STATE

SECURITIES
656-2894

CEMETERIES
656-3079

CORPORATIONS
656-2817

CORPORATIONS HOT LINE
404-656-2222
Outside Metro-Atlanta

ARTICLES OF INCORPORATION
OF
LMI ELECTRICAL CONTRACTORS, INC.

1. The name of the Corporation is ~~LMI ELECTRICAL~~ CONTRACTORS, INC.

2. The Corporation shall have authority to issue not more than 100,000 shares consisting of one class of common stock having no par value.

3. The street address and county of the initial registered office of the Corporation is 2201 Stephens Street, Tucker, DeKalb County, GA 30084. The mailing address of the initial principal office of the corporation is 2201 Stephens Street, Tucker, GA 30084. The initial registered agent of the corporation is Robert D. Goodwin.

4. The name and address of the incorporator is:

JOYNER & BURNETTE
John C. Joyner
Suite 480
150 East Ponce de Leon Avenue
Decatur, Georgia 30030

5. The Corporation is a corporation for profit and is organized for any lawful purpose.

6. No shareholder shall have the preemptive right to acquire unissued shares of the corporation.

7. The initial Board of Directors shall consist of two (2) members, their names and addresses being as follows: Robert D. Goodwin, 2201 Stephens Street, Tucker, GA 30084 and Russell E. Goodwin, 2201 Stephens Street, Tucker, GA 30084.

8. No director shall be personally liable to the Corporation or to the shareholders of the Corporation for monetary damages for breach of duty of care or other duties as a director, provided, however, that a director's liability shall not be limited or eliminated hereunder:

8.1. For any appropriation, in violation of such director's duties, of any business opportunity of the Corporation;

8.2. For any acts or omissions which involve intentional misconduct or a knowing violation of the law;

8.3. For the types of liability set forth in the Official Code of Georgia Section 14-2-832, as may be from time to time amended, related to unlawful distributions; or

8.4. For any transaction from which the director received an improper personal benefit.

9. In discharging the duties of their respective positions and in determining what is believed to be in the best interests of the Corporation, the Board of Directors, committees of the Board of Directors, and individual directors, in addition to considering the effects of any action on the Corporation or its shareholders, may consider the interests of the employees, customers, suppliers, and creditors of the Corporation and its subsidiaries, the communities in which offices or other establishments of the corporation and its subsidiaries are located, and all other factors such directors consider pertinent; provided, however, that any such provision shall be deemed solely to grant discretionary authority to the directors and shall not be deemed to provide to any constituency any right to be considered.

10. Action required or permitted to be taken at a shareholders' meeting may be taken without a meeting if a written consent, setting forth the action so taken, shall be signed by persons who would be entitled at a meeting to vote shares having sufficient voting power to cast not less than the minimum number (or numbers, in the case of voting by groups) of votes that would be necessary to authorize or take such action at a meeting at which all shareholders entitled to vote were present and voted.

11. The Corporation shall be a Statutory Close Corporation.

IN WITNESS WHEREOF, the undersigned executes these Articles of Incorporation.

JOYNER & BURNETTE

By: 

John C. Joyner

Suite 480
150 East Ponce de Leon Avenue
Decatur, Georgia 30030
404/377-1200



MAX CLELAND
Secretary of State
State of Georgia

BUSINESS SERVICES AND REGULATION

Suite 315, West Tower
2 Martin Luther King-Jr. Drive
Atlanta, Georgia 30334-1530
(404) 656-2817

J. F. GULLION
Director

TRANSMITTAL INFORMATION FOR GEORGIA
PROFIT OR NONPROFIT CORPORATIONS

DO NOT WRITE IN SHADED AREA - SDS USE ONLY

DOCKET # <u>930500095</u>	PENDING CONTROL # <u>P030251</u>	CONTROL # <u>9309340</u>
Docket Code <u>30</u>	Corporation Type _____	
Date Filed <u>2/18/93</u>	Amount Received \$ <u>60.00</u>	Check/Receipt # <u>242</u>
Jurisdiction (County) Code <u>44 DeKalb</u>		
Examiner <u>76</u>	Date Completed <u>2/23</u>	

NOTICE TO APPLICANT: PRINT PLAINLY OR TYPE REMAINDER OF THIS FORM.
INSTRUCTIONS ARE ON THE BACK OF THIS FORM.

1. <u>930410510</u> Corporate Name Reservation Number <u>LMI Electrical Contractors, Inc.</u> ✓ Corporate Name (exactly as appears on name reservation)		
2. <u>John C. Joyner</u> Applicant/Attorney <u>150 East Ponce de Leon Avenue, Suite 480</u> Address <u>Decatur, GA</u> City State <u>30030</u> Zip Code		<u>404/377-1200</u> Telephone Number
3. NOTICE: THIS FORM DOES NOT REPLACE THE ARTICLES OF INCORPORATION. MAIL OR DELIVER DOCUMENTS AND THE SECRETARY OF STATE FILING FEE TO THE ABOVE ADDRESS. DOCUMENTS SHOULD BE SUBMITTED IN THE FOLLOWING ORDER. (A COVER LETTER IS NOT REQUIRED.) 1. FORM 227 - TRANSMITTAL FORM (ATTACH SECRETARY OF STATE FILING FEE OF \$60.00 TO THIS FORM) 2. ORIGINAL ARTICLES OF INCORPORATION 3. ONE COPY OF ARTICLES OF INCORPORATION I understand that the information on this form will be entered in the Secretary of State business registration database. I certify that a Notice of Intent to Incorporate and a publishing fee of \$40.00 has been mailed or delivered to the authorized newspaper as required by law. <u>[Signature]</u> Authorized Signature - John C. Joyner <u>2/18/93</u> Date		

STATE OF GEORGIA

Secretary of State

Corporations Division

315 West Tower

#2 Martin Luther King, Jr. Dr.

Atlanta, Georgia 30334-1530

CERTIFICATE OF AMENDMENT NAME CHANGE

I, **Brian P. Kemp**, the Secretary of State and the Corporations Commissioner of the State of Georgia, hereby certify under the seal of my office that

LMI ELECTRICAL CONTRACTORS, INC.

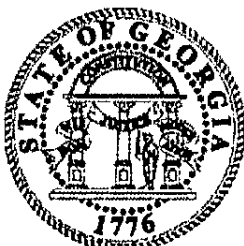
a Domestic Profit Corporation

has filed articles/certificate of amendment in the Office of the Secretary of State on **04/20/2011** changing its name to

LMI SYSTEMS, INC.

and has paid the required fees as provided by Title 14 of the Official Code of Georgia Annotated. Attached hereto is a true and correct copy of said articles/ certificate of amendment.

WITNESS my hand and official seal in the City of Atlanta
and the State of Georgia on April 20, 2011



Brian P. Kemp
Secretary of State

FIRST AMENDMENT TO
ARTICLES OF INCORPORATION

FIRST

LMI Electrical Contractors, Inc., a corporation organized and existing under the laws of the State of Georgia, hereby amends the Articles of Incorporation which were filed with the Secretary of State on February 18, 1993, of said corporation as follows:

By striking the name "LMI Electrical Contractors, Inc." from paragraph 1 of the Articles of Incorporation, and substituting in lieu thereof the name "LMI Systems, Inc."

SECOND

Said amendment was adopted by consent of all of the Shareholders and Directors on April 1, 2011.

IN WITNESS WHEREOF, LMI Electrical Contractors, Inc., has caused this First Amendment to Articles of Incorporation to be executed and its corporate seal to be affixed and has caused the foregoing to be attested, all by its duly authorized officers, on this 1st day of April, 2011.

LMI ELECTRICAL CONTRACTORS, INC.

By: Robert D. Goodwin
Robert D. Goodwin, CEO

Attest: |

Holly Seel
Secretary

{CORPORATE SEAL}

2011 APR 20 PM 1:24
SECRETARY OF STATE
CORPORATIONS DIVISION

State of Georgia
Name Change 3 Page(s)



T1111003550

LAW OFFICES OF
THOMAS E. RAINES, P. C.
ATTORNEYS-AT-LAW
3740 Davinci Court, Suite 430
Norcross, Georgia 30092

Email: traines@traineslaw.com
Website: www.traineslaw.com

April 14, 2011

Telephone: 770-263-0093
Facsimile: 770-407-5874
Toll Free Number: 866-531-1478

Gwinnett Daily Post
P.O. Box 603
Lawrenceville, GA 30046

Re: LMI Electrical Contractors, Inc.

Dear Sir/Madam:

You are requested to publish, once a week for two consecutive weeks, commencing within ten days of your receipt of this letter, a notice in the following form:

"NOTICE OF FIRST AMENDMENT TO ARTICLES OF INCORPORATION"

Notice is hereby given that the first amendment to articles of incorporation which will change the name of LMI Electrical Contractors, Inc. to LMI Systems, Inc. will be delivered to the Secretary of State for filing in accordance with the Georgia Business Corporation Code. The initial registered office of the corporation will be located at 3740 Davinci Court, Suite 430, Norcross, Georgia 30092, and its initial registered agent at such address is Thomas E. Raines.

Enclosed is our firm check in the amount of \$40.00 in payment of the cost of publishing this notice.

Very Truly Yours,



THOMAS E. RAINES

TER/klk
Enclosure
cc: Holly Seel