

F15598

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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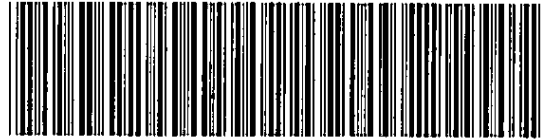
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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01/04/21--01015--033 **43.75

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SECRETARY OF STATE
TALLAHASSEE, FL

Amended + Restated

APR 2 2021

D CUSHING

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Scotto Plumbing Service, Inc.

DOCUMENT NUMBER: F15598

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

April Leathers
Name of Contact Person
Scotto Plumbing Service, Inc.
Firm/ Company
1761 Carnegie Ave
Address
Clearwater, FL 33756
City/ State and Zip Code
lirpa@scottoplumbing.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

April Leathers at (727) 581-5828
Name of Contact Person Area Code & Daytime Telephone Number

Enclosed is a check for the following amount made payable to the Florida Department of State:

- | | | | |
|--|---|---|--|
| <input type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee & Certificate of Status | <input checked="" type="checkbox"/> \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed) | <input type="checkbox"/> \$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
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

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TALLAHASSEE, FL



FLORIDA DEPARTMENT OF STATE
Division of Corporations

February 11, 2021

APRIL LEATHERS
1761 CARNEGIE AVE
CLEARWATER, FL 33756

SUBJECT: SCOTTO PLUMBING SERVICE, INC.
Ref. Number: F15598

We have received your document for SCOTTO PLUMBING SERVICE, INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The application/form submitted does not meet the requirements of this office; please complete the attached application/form.

Please entitle your document Amended and Restated Articles of Incorporation.✓

A certificate must accompany the Restated Articles of Incorporation setting forth either of the following statements: (1) The restatement was adopted by the board of directors and does not contain any amendment requiring shareholder approval. OR (2) If the restatement contains an amendment requiring shareholder approval, the date of adoption of the amendment and a statement setting forth the following: (a) the number of votes cast for the amendment by the shareholders was sufficient for approval (b) ~~if more than one voting group was entitled to vote on the amendment, a statement designating each voting group~~ entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

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) 245-6050.

Irene Albritton
Regulatory Specialist II

Letter Number: 721A00003135

AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
SCOTTO PLUMBING SERVICE, INC.

FILED
2021 FEB 26 PM 2:49
SECRETARY OF STATE
TALLAHASSEE, FL

The undersigned, acting as incorporators of a corporation under the Florida General Corporation Act, adopt the following Articles of Incorporation for such corporation.

The restatement was adopted by the board of directors on December 30th 2020 and contains a revised amendment, Article V. The number of votes cast for the amendment by the shareholders was sufficient for approval.

ARTICLE I

The name of the corporation is SCOTTO PLUMBING SERVICE, INC.

ARTICLE II

The principle place of business and mailing address of the corporation in Florida is:

1761 Carnegie Avenue, Clearwater, FL 33756

PO Box 1632, Clearwater, FL 33757

ARTICLE III

The purpose or purposes for which the corporation is organized are to engage in any activity or business permitted under the laws of the United States and for this State.

ARTICLE IV

1. The aggregate number of shares that the corporation shall have the authority to issue is one hundred (100) shares of common stock. Such shares shall be a single class with per value of Ten and no/100 (\$10.00) Dollars.
2. No preferences, limitations or relative rights, other than those provided by law, shall exist in respect to any of the shares of the corporation or any of the holders thereof.

ARTICLE V

The Board of Directors shall consist of four (4) members. The names and addresses of the persons who shall serve as directors until the first annual meeting of shareholders, or until their successors shall have been elected and qualified, and the corporate offices to be held by each are as follows:

<u>Name</u>	<u>Address</u>	<u>Office</u>
Jerry L. Lawson	5337 Ray Drive, Weeki Wachee, FL 34609	President
James West	1798 Bayhill Drive, Oldsmar, FL 34677	Vice President
Justin West	6116 N. Glen Ave., Tampa, FL 33614	Vice President
April Leathers	1556 Souvenir Drive, Clearwater, FL 33756	Secretary/ Treasurer

The names and addresses of the incorporator are as follows:

<u>Name</u>	<u>Address</u>
Jerry L. Lawson	5337 Ray Drive, Weeki Wachee, FL 34609
James West	1798 Bayhill Drive, Oldsmar, FL 34677
Justin West	6116 Glen Ave., Tampa, FL 33614
April Leathers	1556 Souvenir Drive, Clearwater, FL 33755

ARTICLE VI

The shareholders shall have the power to adopt, amend, alter, change or repeal the Articles of Incorporation when proposed and approved at the stockholders meeting by not less than a majority of the common stock.

ARTICLE VII

1. The holders of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such of the shares of stock of this corporation as may be issued for money or any property or services from time to time, in addition to that stock authorized and issued by the corporation. The preemptive right of any holder is determined by the ratio of the authorized and issued shares of common stock held by the holder to all shares of common stock currently authorized and issued.
2. Any shareholder desiring to sell any of the shares of this corporation shall first offer said shares to the corporation and other shareholders in the following manner:
 - (a) Such shareholder shall give written notice by registered mail to the Secretary of the corporation of this intention to sell such shares. Said notice shall specify the number of shares to be sold, the price per share, the terms upon which the sale is to be made. The corporation shall have 90-days from the receipt of such notice within which to exercise its option to purchase all or any full number of shares so offered. Such purchase may be authorized by the Board of Directors without any action by the shareholders of the corporation.
 - (b) In the event that the corporation should fail to purchase all of the shares within the said 90-days, the Secretary of the corporation, shall within 5-days thereafter, give written notice to each of the other shareholders of record stating the number of shares offered for sale, the price per share and the terms upon which such sale is being made. Such notice shall be sent by mail addressed to each stockholder at his last address as it appears on the book of the corporation. Within 10-days after the mailing of such notice, any shareholder desiring to purchase of part or all of such shares, shall deliver by mail or otherwise, to the Secretary of the corporation a written offer for the number of shares desired by him, accompanied by the purchase price therefor with authorization to pay such purchase prices against delivery of such shares.
 - (c) If the shareholders offer to purchase more than the number of shares available for purchase by them, then the shareholders offering purchase shall be entitled

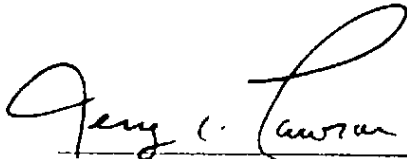
shares which and shareholder should be entitled to purchase is more than the number of shares he desires to purchase, each remaining shareholder desiring to purchase additional shares shall be entitled to purchase such proportion of the over-plus as the number of shares which he holds bears to the total number of shares held by all shareholders desiring to participate.

- (d) If none or only part of the shares offered for sale is purchased by the corporation, or shareholders, or both, then the shareholder who offered the same for sale shall have thereafter the right to sell said shares not so purchased to such person or persons as he desires; provided, however, that he shall not sell such shares at lower prices or on terms more favorable to the purchaser than those specified in the written notice he gave the corporation.
- (e) Any sale of the shares of the corporation shall be null and void unless the provisions herein stated are strictly observed and followed.

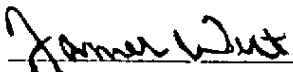
ARTICLE VIII

The shareholders of this corporation shall be allowed to vote their shares cumulatively so as to give one candidate as many votes as the number of directors to be elected multiplied by the number of his shares, to distribute them among as many candidates as he may wish. Notice must be given by the shareholder to the President or Vice President of said corporation not less than 24-hours prior to time set for holding of a shareholders meeting for the election of directors that said shareholder intends to cumulate his vote at said election.

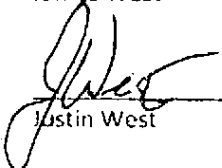
IN WITNESS WHEREOF, the undersigned have made and subscribed to these Articles of Incorporation at Clearwater, Pinellas County, Florida on this 30th day of December 2020.



Jerry L. Lawson



James West



Justin West

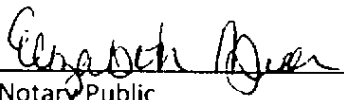


April Leathers

STATE OF FLORIDA
COUNTY OF PINELLAS

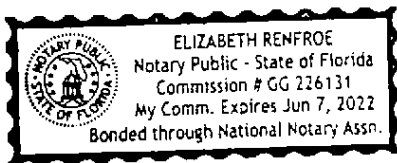
I HEREBY CERTIFY that on this day personally appeared before me the undersigned authority, JERRY L. LAWSON, JAMES WEST, JUSTIN WEST and APRIL LEATHERS to me well known and known to me to be individuals described in and who executed the foregoing Articles, and they acknowledged before me that they executed same freely and voluntarily and for the purpose therein expressed.

WITNESS my hand and official seal at Clearwater, above County and State, this 30th day of December, 2020.



Notary Public

My Commission Expires: 06-07-2022



The date of each amendment(s) adoption: 12/30/2020, if other than the date this document was signed.

Effective date if applicable: 12/30/2020
(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(CHECK ONE)**

- ☒ The amendment(s) was/were adopted by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

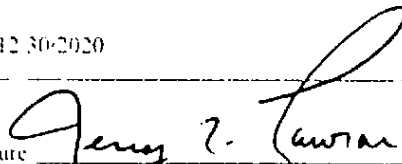
"The number of votes cast for the amendment(s) was/were sufficient for approval

by _____
(voting group)

- ☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☒ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Dated 12/30/2020

Signature



(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Jerry Lawson

(Typed or printed name of person signing)

President

(Title of person signing)