

# F21000001609

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(City/State/Zip/Phone #)

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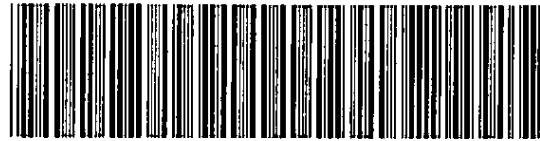
\_\_\_\_\_  
(Business Entity Name)

\_\_\_\_\_  
(Document Number)

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FILED FEB 13 2013

2022 JUN 16 AM 7:05

FEB 13

**COVER LETTER**

**TO:** Amendment Section Division of Corporations

**SUBJECT:** S & H Systems, Inc. (formerly S & H Industrial Services, Inc.)

\_\_\_\_\_  
Name of Corporation

**DOCUMENT NUMBER:** F21000001609

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Diane Steffen CPA

\_\_\_\_\_  
Name of Contact Person

S & H Systems, Inc.

\_\_\_\_\_  
Firm/Company

PO Box 2946

\_\_\_\_\_  
Address

Jonesboro AR 72402

\_\_\_\_\_  
City/State and Zip Code

taxes@shsystems.com

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

For further information concerning this matter, please call:

Diane Steffen

at ( 913 ) 339-8013

\_\_\_\_\_  
Name of Contact Person

\_\_\_\_\_  
Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

☒ \$35 Filing Fee

☐ \$43.75 Filing Fee &  
Certificate of Status

☐ \$43.75 Filing Fee &  
Certified Copy

☐ \$52.50 Filing Fee,  
Certificate of Status &  
Certified Copy

**Mailing Address:**

Amendment Section  
Division of Corporations  
P.O. Box 6327

**Street Address:**

Amendment Section  
Division of Corporations  
The Centre of Tallahassee

**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)**

F21000001609

(Document number of corporation (if known))

1. S & H Industrial Services, Inc.

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

2. Arkansas

(Incorporated under laws of)

3. March 22, 2021

(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? April 13, 2022

5. S & H 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. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent

(Florida street address)

New Registered Office Address: \_\_\_\_\_, Florida

(City)

(Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

*I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.*

\_\_\_\_\_  
*Signature of New Registered Agent, if changing*

9. If the amendment changes person, title or capacity in accordance with 607.1504 (4), indicate that change:

<u>Title/ Capacity</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
_____	_____	_____	<input type="checkbox"/> Add
_____	_____	_____	<input type="checkbox"/> Remove
_____	_____	_____	<input type="checkbox"/> Add
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_____	_____	_____	<input type="checkbox"/> Add
_____	_____	_____	<input type="checkbox"/> Remove

10. 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)

Mark Donovan

(Typed or printed name of person signing)

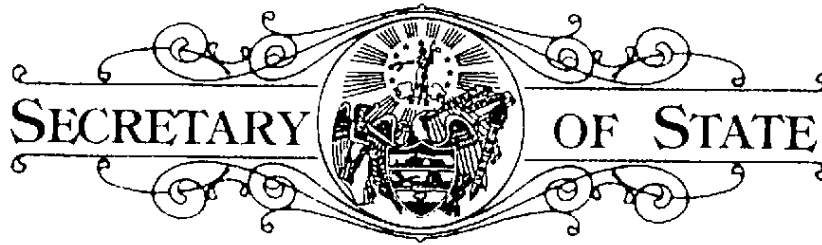
Director and CFO

(Title of person signing)

**FILING FEE \$35.00**

2022 JUN 16 AM 7:00

# STATE OF ARKANSAS



I, John Thurston, Arkansas Secretary of State of the State of Arkansas, and as such, keeper of the records of domestic and foreign corporations, do hereby certify that the following and hereto attached instrument of writing is a true and perfect copy of

## Articles of Incorporation

Filed in this office on Apr 11, 2002

**S & H SYSTEMS, INC.**



In Testimony Whereof, I have hereunto set my hand and affixed my official Seal. Done at my office in the City of Little Rock, this 26th day of October, 2022.

A handwritten signature in cursive script, reading "John Thurston", written over a horizontal line.

John Thurston  
Arkansas Secretary of State

By: A handwritten signature in cursive script, reading "Mariana Vences", written over a horizontal line.  
Mariana Vences

**Certified Copy**

Arkansas Secretary of State

**ARTICLES OF INCORPORATION**

**OF**

**S & H INDUSTRIAL SERVICES, INC.**



The undersigned, in order to form a corporation pursuant to the provisions of the Arkansas Business Corporation Act of 1987, adopt the following Articles of Incorporation:

**I.**

The name of the corporation shall be S & H Industrial Services, Inc.

**II.**

The number of shares which the corporation is authorized to issue is TEN THOUSAND (10,000) shares of common stock of one class only, and these shares shall have a par value of \$1.00 each.

**III.**

The street address of the corporation's initial registered office is 125 Ford Drive, Cabot, Arkansas 72023, and the name of its registered agent at that office is Kenneth J. Hendrix. The name and address of the incorporator is:

Kenneth J. Hendrix  
125 Ford Drive  
Cabot, Arkansas 72023

Larry Shaw  
P. O. Box 3450  
Batesville, Arkansas 72503

**Certified Copy**  
Arkansas Secretary of State

## **Certified Copy**

IV. Arkansas Secretary of State

The nature of the business and the object or purpose proposed to be transacted, promoted and carried on by it is as follows:

- A. To engage in any lawful business.
- B. To do everything necessary, suitable or proper for the accomplishment of the purposes, the attainment of the objects or the furtherance of the powers in these Articles of Incorporation, or any amendment thereto, as necessary or incidental to the protection and benefit of the corporation; and in general to carry on any lawful business necessary or incidental to the attainment of the objects of the corporation whether or not such business is similar in nature to the objects set forth in these Articles of Incorporation or any amendment thereto.
- C. The above powers are in addition to those granted by statute and they do not limit the powers so granted in any manner.

V.

The number of directors constituting the Board of Directors shall be TWO (2). The Board of Directors shall have all of those powers and duties enumerated in the Arkansas Business Corporation Act; provided, however, that the Board of Directors may by contract approved by all of the directors of the corporation other than interested directors delegate, either with or without the right to recall such delegation, any or all of

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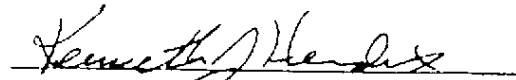
**Certified Copy**  
Arkansas Secretary of State


the powers granted to it by the Arkansas Business Corporation Act, except that the Board of Directors shall not delegate any of the functions or responsibilities which it may not delegate to the committee pursuant to Section 4-27-825 of the Arkansas Business Corporation Act.

VI.

The amount of capital with which this corporation will begin business is \$400.00, and this corporation will not transact any business until there has been paid in for the issuance of shares, consideration in the value of at least \$400.00.

EXECUTED this 8 day of April, 2002.

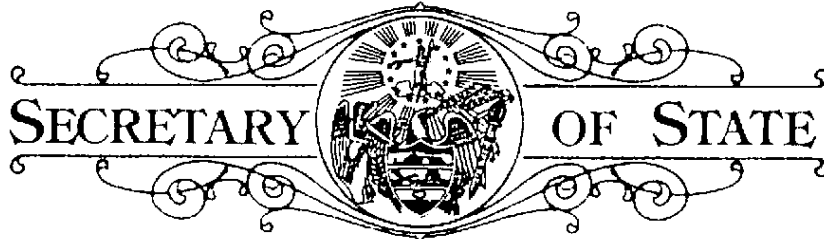
  
Kenneth J. Hendrix

  
Larry Shaw

**Certified Copy**  
Arkansas Secretary of State



# STATE OF ARKANSAS



I, John Thurston, Arkansas Secretary of State of the State of Arkansas, and as such, keeper of the records of domestic and foreign corporations, do hereby certify that the following and hereto attached instrument of writing is a true and perfect copy of

## Articles of Amendment With Restatement

Filed in this office on Apr 13, 2022

**S & H SYSTEMS, INC.**



In Testimony Whereof, I have hereunto set my hand and affixed my official Seal. Done at my office in the City of Little Rock, this 26th day of October, 2022.

*John Thurston*

John Thurston  
Arkansas Secretary of State

By: *Mariana Vences*  
Mariana Vences



ARTICLES OF AMENDMENT  
TO THE  
ARTICLES OF INCORPORATION  
OF  
S & H INDUSTRIAL SERVICES, INC.

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**Certified Copy**  
Arkansas Secretary of State

The undersigned officer of S & H INDUSTRIAL SERVICES, INC., a corporation duly organized, created and existing under and by virtue of the laws of the State of Arkansas, hereby certifies that:

1. The complete amendment and restatement of the Articles of Incorporation of S & H INDUSTRIAL SERVICES, INC., as set forth on attached Exhibit A, was adopted by the Board of Directors and approved by the shareholders of said corporation on March 31, 2022.

2. On the date of the adoption of the foregoing amendments there were 6,000 shares of common stock outstanding and entitled to vote thereon. No other shares of capital stock were outstanding. The number of shares voted for and against such amendment were as follows:

<u>For</u>	<u>Against</u>
6,000	0

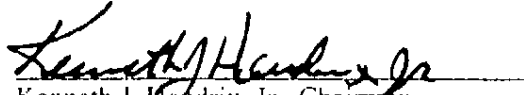
3. The statements contained herein are true and correct to the best of my knowledge and belief.

*[signature on following page]*

**Certified Copy**  
Arkansas Secretary of State

**Certified Copy**  
Arkansas Secretary of State

IN WITNESS WHEREOF, the undersigned has executed this document as an authorized officer of S & H INDUSTRIAL SERVICES, INC., on this 6<sup>th</sup> day of April, 2022.

  
Kenneth J. Hendrix, Jr., Chairman

**Certified Copy**  
Arkansas Secretary of State

AMENDED & RESTATED  
ARTICLES OF INCORPORATION  
OF  
S & H INDUSTRIAL SERVICES, INC.

**Certified Copy**  
Arkansas Secretary of State

These Amended & Restated Articles of Incorporation have been adopted in accordance with the provisions of the Arkansas Business Corporation Act (Chapter 27 of Title 4 of the Arkansas Code of 1987 Annotated) and any and all acts amendatory thereof or supplemental thereto, to provide as follows:

1. NAME. The name of the corporation (hereinafter referred to as the "Corporation") shall be as follows:

S & H SYSTEMS, INC.

2. DURATION. The Corporation shall have perpetual existence.

3. PURPOSES. The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the Arkansas Business Corporation Act. The primary purpose for which the Corporation is organized, which is provided for informational purposes only, is to provide industrial facility conveyor and automation services and software, and to engage in all activities related thereto.

4. POWERS. The Corporation shall have and be entitled to exercise all of the powers conferred upon corporations by virtue of their existence as authorized by the Arkansas Business Corporation Act.

5. CAPITALIZATION. The Corporation shall have the authority to issue, in the aggregate, ten thousand (10,000) shares of common stock, par value \$0.01 per share.

6. REGISTERED AGENT AND OFFICE. The name and address of the registered agent of this Corporation are as follows:

Registered Agents, Inc.  
710 South Street, Ste. 100  
Mountain Home, AR 72653

7. DIRECTORS.

(a) Number. The number of directors constituting the Board of Directors ("Board") of the Corporation shall be at least three (3) but not more than seven (7) individuals. The number of directors serving at any time, and the manner and method of their election and removal, shall be determined in accordance with the Bylaws of the Corporation, as amended from time to time.

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Arkansas Secretary of State

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Arkansas Secretary of State

(b) Limitation on Director Liability. A director of the Corporation shall not be personally liable to the Corporation or its shareholders for monetary damages for breach of fiduciary duty as a director; provided, however, this provision shall not eliminate or limit the liability of a director (i) for any breach of the director's duty of loyalty to the Corporation or its shareholders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) for voting for or assenting to an unlawful distribution by the Corporation, as provided in Section 4-27-833 of the Arkansas Business Corporation Act, (iv) for any transaction from which the director derived any improper personal benefit, or (v) for any action, omission, transaction or breach of a director's duty creating any third party liability to any person or entity other than the Corporation or its shareholders. If the Arkansas Business Corporation Act is amended after the effective date of incorporation to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the Corporation shall be eliminated or limited to the fullest extent permitted by the Arkansas Business Corporation Act, as so amended. Any repeal or modification of the foregoing paragraph by the shareholders of the Corporation shall not adversely affect any right or protection of a director of the Corporation existing at the time of such repeal or modification.

(c) Indemnification. Directors and officers of the Corporation shall be indemnified by the Corporation to the fullest extent now or hereafter permitted by the Arkansas Business Corporation Act (and specifically Section 4-27-850 thereof) in connection with any actual or threatened action or proceeding (including civil, criminal, administrative, or investigative proceedings) arising out of their service to the Corporation or to another organization at the Corporation's request. Persons who are not directors and officers of the Corporation may be similarly indemnified with respect to their service to the Corporation or to another organization at the Corporation's request to the extent authorized at any time by resolution of the Board of Directors.

8. AMENDMENT TO ARTICLES OF INCORPORATION. From time to time any of the provisions of these Articles of Incorporation may be amended, altered or repealed, and other provisions authorized by the laws of the State of Arkansas at the time in force may be added or inserted in the manner and at the time prescribed by said laws, and all rights at any time conferred upon the shareholders of the Corporation by these Articles of Incorporation are granted subject to the provisions of this Article.

9. BYLAWS. The Board of Directors is expressly authorized to make, alter or repeal Bylaws of the Corporation by a vote of a majority of the entire Board except as otherwise may be provided in the Bylaws.

10. INCORPORATORS. For information purposes only, the original incorporators named in the articles of incorporation filed with the Arkansas Secretary of State on April 11, 2002, were Kenneth J. Hendrix and Larry Shaw.

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Arkansas Secretary of State