

G95772

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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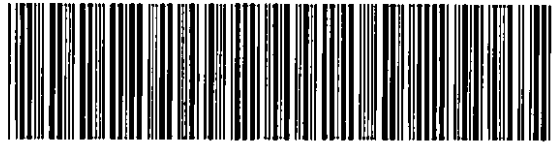
(Business Entity Name)

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R. WHITE
FEB 03 2020

2020 FEB 03 11:47

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: DUVAL ASPHALT PRODUCTS, INC.

DOCUMENT NUMBER: G95772

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

Please return all correspondence concerning this matter to the following:

Paul M. Jurgensen
Name of Contact Person
Duval Asphalt Products, Inc.
Firm/ Company
7544 Philips Highway
Address
Jacksonville, Florida 32256
City/ State and Zip Code

pmj@duvalasphalt.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Claire V. Parrish at (513) 579-6936
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:

- \$35 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
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

Articles of Amendment
to
Articles of Incorporation
of

DUVAL ASPHALT PRODUCTS, INC.

2020 JUN -7 PM 1:47

(Name of Corporation as currently filed with the Florida Dept. of State)

G95772

(Document Number of Corporation (if known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

N/A

The new name must be distinguishable and contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.," or the designation "Corp.," "Inc.," or "Co.". A professional corporation name must contain the word "chartered," "professional association," or the abbreviation "P.A."

B. Enter new principal office address, if applicable:

*(Principal office address **MUST BE A STREET ADDRESS**)*

N/A

C. Enter new mailing address, if applicable:

*(Mailing address **MAY BE A POST OFFICE BOX**)*

N/A

D. 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

N/A

(Florida street address)

New Registered Office Address:

N/A

(City)

Florida

(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

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

Please note the officer/director title by the first letter of the office title:

P = President; V= Vice President; T= Treasurer; S= Secretary; D= Director; TR= Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change. Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example:

Change PT John Doe

Remove V Mike Jones

Add SV Sally Smith

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
2) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
3) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
4) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
5) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
6) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____

E. If amending or adding additional Articles, enter change(s) here:

(Attach additional sheets, if necessary). (Be specific)

Article Four is amended to read as follows:

The total number of shares of capital stock that the Corporation has authority to issue is 1,000 shares, consisting of (a) 40 shares of Voting Common Stock, without par value per share (the "Voting Common Stock") and (b) 960 shares of Non-Voting Common Stock, without par value per share (the "Non-Voting Common Stock").

I. Voting Common Stock; Rights; Voting Rights. Except as otherwise provided in this Section I or as otherwise required by applicable law, all shares of Voting Common Stock shall be identical in all respects and shall entitle the holders thereof to the same rights, preferences and privileges, subject to the same qualifications, limitations and restrictions as set forth herein. Each holder of shares of Voting Common Stock shall be entitled to attend in person or by proxy all special and annual meetings of the shareholders of the Corporation and to cast one vote for each outstanding share of Voting Common Stock so held upon any matter (including, without limitation, the election of one or more directors) properly considered and acted upon by the shareholders of the Corporation.

[Continued on attached pages]

F. If an amendment provides for an exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself:
(if not applicable, indicate N/A)

Mechanics of Recapitalization. As soon as practicable after the Effective Date, shareholders of record will return to the corporation their outstanding certificates representing the pre-split shares, which will be cancelled upon receipt and new certificates representing the post-split shares of both Voting Common Stock and Non-Voting Common Stock will be sent to each such shareholder.

Page 3 of 4

The date of each amendment(s) adoption: December 27, 2019, if other than the date this document was signed.

Effective date if applicable: December 27, 2019
(no more than 90 days after amendment file date)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

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):

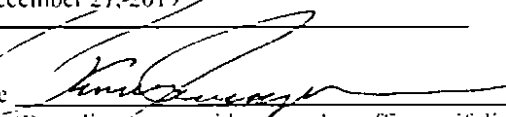
"The number of votes cast for the amendment(s) was/were sufficient for approval

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 December 27, 2019 _____

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)

Paul M. Jurgensen

(Typed or printed name of person signing)

President

(Title of person signing)

ATTACHMENT TO
AMENDMENT TO THE ARTICLES OF INCORPORATION OF
DUVAL ASPHALT PRODUCTS, INC.

ARTICLE **Continued**

2. Non-Voting Common Stock; Rights; No Voting Rights. Except as otherwise provided in this Section 2 or as otherwise required by applicable law, all shares of Non-Voting Common Stock shall be identical in all respects to Voting Common Stock and shall entitle the holders thereof to the same rights, preference and privileges as holders of Voting Common Stock, subject to the same qualifications, limitations and restrictions as set forth herein. Notwithstanding any provision herein to the contrary, Non-Voting Common Stock are non-voting shares of common stock and no holder of such stock shall be entitled to vote on or participate in any decision or matter to be decided by the shareholders by virtue or means of such shareholder holding Non-Voting Common Stock. The Corporation shall not be required to give notice of meetings to holders of Non-Voting Common Stock.

3. Recapitalization. As of the effective date of this Amendment (the "Effective Date"), each share of common stock of the corporation that was issued and outstanding immediately prior thereto will be automatically converted into .96 shares of Non-Voting Common Stock and .04 shares of Voting Common Stock.

4. Mechanics of Recapitalization. As soon as practicable after the Effective Date, shareholders of record will return to the corporation their outstanding certificates representing the pre-split shares, which will be cancelled upon receipt, and new certificates representing the post-split shares of both Voting Common Stock and Non-Voting Common Stock will be sent to each such shareholder.