

K55978

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

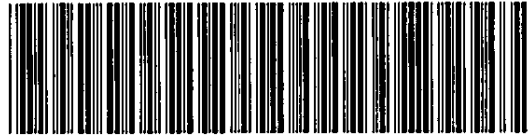
(Document Number)

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

Special Instructions to Filing Officer:

2 doc's  
1 Fee  
12/22/15 spoke w/ Terri  
advised me to file And  
Restated articles.

Office Use Only



100279383221

12/08/15--01006--003 \*\*35.00

FILED  
15 DEC 22 AM 8:02  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

And  
Restate

DEC 22 2015

R. WHITE



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

December 14, 2015

TERRI A PITTMAN  
26852 TANIC DR STE 101  
WESLEY CHAPEL, FL 33544

SUBJECT: STROM ENGINEERING OF FLORIDA, INC.  
Ref. Number: K55978

We have received your document for STROM ENGINEERING OF FLORIDA, 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):

Please file the document as either Articles of Amendment or Restated Articles of Incorporation pursuant to applicable Florida Statutes.

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.

Rebekah White  
Regulatory Specialist II

Letter Number: 815A00025912

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** STROM ENGINEERING OF FLORIDA, INC.

**DOCUMENT NUMBER:** K55978

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

Please return all correspondence concerning this matter to the following:

TERRI A PITTMAN

Name of Contact Person

STROM ENGINEERING OF FLORIDA, INC.

Firm/ Company

26852 TANIC DRIVE, SUITE 101

Address

WESLEY CHAPEL, FL 33544

City/ State and Zip Code

TPITTMAN@STROMFLORIDA.COM

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

For further information concerning this matter, please call:

TERRI PITTMAN

Name of Contact Person

at ( 813 ) 960-3900

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  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION OF  
STROM ENGINEERING OF FLORIDA, INC.**

**FILED**

**15 DEC 22 AM 8:02**

**ARTICLE I.  
NAME AND ADDRESS**

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The name of the corporation is Strom Engineering of Florida, Inc. (the "Corporation"). The Corporation has a principal address at 26852 Tanic Drive, Suite 101, Wesley Chapel, Florida 33544.

**ARTICLE II.  
PURPOSE**

The Corporation is organized for the purpose of transacting any or all lawful business for corporations organized under the Florida Business Corporation Act, as amended (the "Act"), of the State of Florida.

**ARTICLE III.  
CAPITAL STOCK**

The total authorized number of shares that may be issued by the Corporation is One-Hundred Thousand (100,000). A description of the classes of shares and a statement of the number of shares in each class and the relative rights, voting power, and preferences granted to and restrictions imposed upon the shares of each class are as follows:

**1. Authorized Number and Classes of Shares**

Such shares shall be divided into two classes to be designated, respectively, Voting Common Stock and Non-Voting Common Stock. The Corporation shall have authority to issue shares in each such class is as follows:

<u>Class</u>	<u>Number of Shares</u>	<u>Par Value Per Share</u>
Voting Common	1000	No par value
Non-Voting Common	99,000	No par value

The powers, preferences and rights of the Voting Common Stock and the Non-Voting Common Stock, and the qualifications, limitations or restrictions thereof, shall be in all respects identical, except that each holder of shares of Voting Common Stock shall have one vote for each share held on each matter submitted to a vote of the stockholders of the Corporation, and the holders of Non-Voting Common Stock shall have no voting rights except as otherwise may be provided by law.

**2. Cumulative Voting**

No shareholder of the Corporation shall have any cumulative voting rights.

**3. Rights of Unissued Stock or Other Securities**

No holder of any stock of the Corporation shall be entitled, as of right, to purchase or subscribe for any part of any issued shares of stock of the Corporation or for any additional shares of stock, of any class or series, which may at any time be issued, whether now or hereafter authorized, or for any rights, options, or warrants to purchase or receive shares of stock or for any bonds, certificates of indebtedness, debentures, or other securities convertible into shares of stock, or any class or series thereof; but any such unissued or additional shares, rights, options, or warrants or convertible securities of the Corporation may, from time to time, be issued and disposed of by the Board of Directors to such persons, firms, corporations or associations, and upon such terms, as the Board of Directors may, in its discretion, determine, without offering any part thereof to any shareholders of any class or series then of record; and any shares, rights, options or warrants or convertible securities which the Board of Directors may at any time determine to offer to shareholders for subscription may be offered to holders of shares of any class or series at the time existing, to the exclusion of holders of shares of any or all other classes or series at the time existing, in each case as the Board of Directors may, in its discretion, determine.

**ARTICLE IV.  
REGISTERED AGENT**

The registered agent is Incorp Services, Inc. whose address is 17888 67<sup>th</sup> Court North, Loxahatchee, Florida 33470 and such other person and address as may be set forth from time to time as required under the Florida Business Corporation Act.

**ARTICLE V.  
BOARD OF DIRECTORS**

The business and affairs of the Corporation shall be managed under the direction of a Board of Directors which shall consist of not less than one person. The manner of election and qualifications shall be provided in the Bylaws of the Corporation. The exact number of directors shall be fixed from time to time by the Board of Directors pursuant to resolution adopted by a majority of the full Board of Directors.

**ARTICLE VI.  
INDEMNIFICATION**

**1. Right to Indemnification**

Each person (including here and hereinafter, the heirs, executors, administrators or

estate of such person) (1) who is or was a director or officer of the Corporation or who is or was serving at the request of the Corporation in the position of a director, officer, trustee, partner, agent or employee of another corporation, partnership, joint venture, trust or other enterprise, or (2) who is or was an agent or employee (other than an officer) of the Corporation and as to whom the Corporation has agreed to grant such indemnity, shall be indemnified by the Corporation as of right to the fullest extent permitted or authorized by current or future legislation or by current or future judicial or administrative decision (but, in the case of any future legislation or decision, only to the extent that it permits the Corporation to provide broader indemnification rights than permitted prior to the legislation or decision), against all fines, liabilities, settlements, costs and expenses, including attorneys' fees, asserted against him or incurred by him in his capacity as such director, officer, trustee, partner, agent or employee, or arising out of his status as such director, officer, trustee, partner, agent or employee. The foregoing right of indemnification shall not be exclusive of other rights to which those seeking indemnification may be entitled. The Corporation may maintain insurance, at its expense, to protect itself and any such person against any such fine, liability, cost or expense, including attorney's fees, whether or not the Corporation would have the legal power to directly indemnify him against such liability.

## **2. Advances**

Costs, charges and expenses (including attorneys' fees) incurred by a person referred to in Section 1 of this Article VI in defending a civil or criminal suit, action or proceeding may be paid (and, in the case of directors and officers of the Corporation, shall be paid) by the Corporation in advance of the final disposition thereof upon receipt of an undertaking to repay all amounts advanced if it is ultimately determined that the person is not entitled to be indemnified by the Corporation as authorized by this Article VI, and upon satisfaction of other conditions established from time to time by the Board of Directors or which may be required by current or future legislation (but, with respect to future legislation, only to the extent that it provides conditions less burdensome than those previously provided).

## **3. Savings Clause**

If this Article VI or any portion of it is invalidated on any ground by a court of competent jurisdiction, the Corporation shall nevertheless indemnify each director and officer of the Corporation to the fullest extent permitted by all portions of this Article VI that has not been invalidated and to the fullest extent permitted by law.

## **ARTICLE VII AMENDMENT OF BYLAWS**

Authority to make and alter the Bylaws of the Corporation is hereby vested in the Board of Directors of the Corporation, subject to the power of the shareholders to change or repeal such Bylaws.

**ARTICLE VIII  
OTHER MATTERS**

This amendment and restatement of the Article of Incorporation of the Corporation are as intended to replace, in their entirety, the original Articles of Incorporation filed January 5, 1989 by Thomas P. Fox, Esquire, 401 East Kennedy Boulevard, Tampa, Florida 33602 and pursuant to which the Corporation was formed. Such amendment and restatement has been approved unanimously by the shareholders and the Board of Directors of the Corporation.

DECEMBER 31, 2014

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

Effective date if applicable: \_\_\_\_\_  
(no more than 90 days after amendment file date)

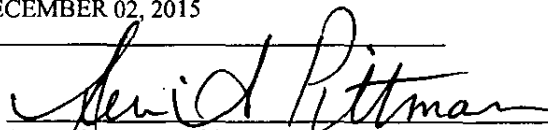
Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

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.

DECEMBER 02, 2015  
Dated \_\_\_\_\_

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)

TERRI A PITTMAN

(Typed or printed name of person signing)

CHIEF OPERATING OFFICER

(Title of person signing)