

P02000006527

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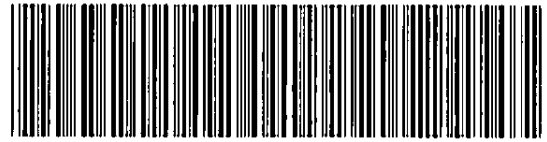
(Business Entity Name)

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Amend :

05/15/24-- 01014 -001 \*\*05.00

FILED  
2024 MAY -8 AM 8:10  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

A. RAMSEY

MAY 15 2024



May 6, 2024

VIA FEDEX EXPRESS

Annette Ramsey  
Secretary of State  
Division of Corporations  
2415 N. Monroe Street, Suite 810  
Tallahassee, FL 32303

Re: Document P02000006527 – Amendment (Second) to the Articles of  
Incorporation of Pro-Air Mechanical, Inc.

Dear Annette:

Enclosed please find: (A) signed Second Amendment to Articles of Incorporation  
for Pro-Air Mechanical, Inc.; and (B) a check in the amount of \$35.00, payable to  
the Florida Department of State Division of Corporations, for the filing fees.

Please file the Amendment and send notification of same to me at Alexander  
Business Law, PLLC, 11602 Lake Underhill Rd., Suite 102, Orlando, FL 32825.

If you have any questions or need further information, please call me at (407) 649-  
7777. Thank you for your assistance.

Very truly yours,

A handwritten signature in black ink that reads "Kim Tupper". The signature is written in a cursive, flowing style.

Kim Tupper  
Client Success Manager

Enclosure

**SECOND AMENDMENT TO THE  
AMENDED AND RESTATED ARTICLES OF INCORPORATION  
OF  
PRO-AIR MECHANICAL, INC.**

FILED  
2024 MAY -8 AM 8:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pro-Air Mechanical, Inc., a Florida corporation (the "**Corporation**"), by and through the undersigned, hereby adopts this Second Amendment to the Amended and Restated Articles of Incorporation of the Corporation as hereinafter set forth.

1. Pursuant to §§607.0704, 607.0821, 607.1003, and 607.1006, Florida Statutes, on May 6, 2024, the board of directors and shareholders of the Corporation unanimously adopted and approved this Second Amendment to the Amended and Restated Articles of Incorporation of the Corporation.
2. The Articles of Incorporation of the Corporation were originally filed on January 14, 2002, and amended and restated in accordance with the Amended and Restated Articles of Incorporation filed on December 21, 2011.
3. The effective date of this Second Amendment to the Amended and Restated Articles of Incorporation shall be the filing date.
4. Section 3 of Article III of the Amended and Restated Articles of Incorporation is deleted and replaced with the following:

Section 3. Voting Rights. The holders of the Voting Common Stock shall be entitled to vote upon all matters upon which holders of the Common Stock have the right to vote and shall be entitled to one (1) vote for each such share held by them, respectively. The holders of the Non-Voting Common Stock shall not be entitled to vote, except as may be expressly required by the Florida Business Corporation Act for non-voting capital stock.

5. The following is added to Article III of the Amended and Restated Articles of Incorporation:

Section 5. Designation of Voting Common Stock and Non-Voting Common Stock. Of the total shares of the authorized capital stock of the Corporation, a total of:

- (A) 1,000,000 shares of capital stock shall be designated as "**Voting Common Stock**" and shall have the rights, preferences, privileges, and restrictions set forth in this Article III, Sections 2 and 3, and
  - (B) 1,375,000 shares of capital stock shall be designated as "**Non-Voting Common Stock**" and shall have the rights, preferences, privileges, and restrictions set forth in this Article III, Sections 2 and 3.
6. Except as amended hereby, the Amended and Restated Articles of Incorporation of the Corporation shall be and remain in full force and effect.

*(Continued on the following page.)*

*[Signature page to Second Amendment to the  
Amended and Restated Articles of Incorporation of Pro-Air Mechanical, Inc.]*

IN WITNESS WHEREOF, this Second Amendment to the Amended and Restated  
Articles of Incorporation has been executed as of May 6, 2024.

**Pro-Air Mechanical, Inc.**

Andrew B Meadows  
Andrew B Meadows, May 6, 2024 11:09 (EDT)  
\_\_\_\_\_  
Andrew Meadows, President