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# THIRD AMENDMENT TO ARTICLES OF INCORPORATION OF C.Q. INSULATION, INC.

WHEREAS, the Articles of Incorporation of C.Q. INSULATION, INC. were filed with and approved by the Department of State of the State of Florida on October 8, 2003; and

WHEREAS, Amendments to the Articles of Incorporation of C.Q. INSULATION, INC. were filed with and approved by the Department of State of the State of Florida on October 24, 2003 and September 15, 2006; and

WHEREAS, it is the intention of all of the directors and all of the shareholders of C.Q. INSULATION, INC. that the Articles of Incorporation of C.Q. INSULATION, INC. be amended, in accordance with the proposed amendment hereinafter set forth; and

WHEREAS, the proposed amendment to the Articles of Incorporation of C.Q. INSULATION, INC. hereinafter set forth was approved and adopted by all of the directors and all of the shareholders, comprising the only voting group of shareholders, of C.Q. INSULATION, INC., pursuant to the provisions of Florida Statutes, Section 607.1003(5), on the  $3^{++}$  day of Aucus + ..., 2014 and

WHEREAS, the approval of the Department of State of the State of Florida of the proposed amendment hereinafter set forth is hereby requested.

NOW, THEREFORE, the Articles of Incorporation of C.Q. INSULATION, INC. are hereby amended by deleting in its entirety the present Article IV, and by substituting therefor the following, to-wit:

#### **"ARTICLE IV**

### <u>Shares</u>

(a) The total number of shares of capital stock authorized to be issued by the corporation (the "<u>Shares</u>") shall consist of one (1) class only and shall be comprised of 1,000,000 voting shares of capital stock having a par value of \$.01 per share, entitling the holders thereof to one (1) vote with respect to all matters to be properly voted on by the shareholders of the corporation. Each Share shall participate equally in all dividends paid

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by the corporation and in the assets of the corporation upon its liquidation or dissolution. All or any part of the Shares may be paid for in cash, in property, or in labor or services actually performed for the corporation and valued at a fair valuation to be fixed by the Board of Directors at a meeting called for such purpose. All shares of capital stock when issued shall be paid for and shall be nonassessable.

(b) In the election of directors of this corporation, there shall be no cumulative voting of the shares of capital stock entitled to vote at such election."

### [SIGNATURE PAGE TO FOLLOW]

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IN WITNESS WHEREOF, this Amendment to Articles of Incorporation is hereby executed on behalf of C.Q. INSULATION, INC. by a director this  $2^{++}$  day of  $4^{+}$  day of  $4^{+}$  day of  $2^{++}$ , 2014.

C.Q. INSULATION, INC

By: Matthew W. Winn

President and Chief Executive Officer

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