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**COR AMND/RESTATE/CORRECT OR O/D RESIGN  
WAYCHOFF'S HEATING & AIR CONDITIONING, INC.**

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**CERTIFICATE OF AMENDED AND RESTATED  
ARTICLES OF INCORPORATION OF  
WAYCHOFF'S HEATING & AIR CONDITIONING, INC.**

The undersigned, on behalf of WAYCHOFF'S HEATING & AIR CONDITIONING, INC., a Florida corporation (the "Corporation"), does hereby certify to the Florida Department of State:

1. The name of the corporation is WAYCHOFF'S HEATING & AIR CONDITIONING, INC. (the "Corporation"). The original Articles of Incorporation for the Corporation were filed on January 7, 2004 and the effective date of the Corporation's formation was January 10, 2004.

2. The Articles of Incorporation of the Corporation are hereby amended and restated in their entirety in the form attached hereto as Exhibit 1 (the "Restated Articles").

3. The Restated Articles contain amendments to the Articles of Incorporation of the Corporation requiring Shareholder approval. The Shareholder of the Corporation, by a number of votes cast sufficient for approval, adopted and approved the proposed amendments by written consent dated April 8, 2016 and executed in accordance with Section 607.0704, Florida Statutes.

4. The Restated Articles shall be effective on the date filed with the Florida Department of State.

IN WITNESS WHEREOF, the undersigned officer of the Corporation has caused this certificate to be executed on behalf of the Corporation this 8th day of April, 2016.

**WAYCHOFF'S HEATING & AIR  
CONDITIONING, INC.**

By: 

Name: RICHARD J. WAYCHOFF

Title: President

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**Exhibit 1**

**AMENDED AND RESTATED ARTICLES OF INCORPORATION OF  
WAYCHOFF'S HEATING & AIR CONDITIONING, INC.**

Pursuant to Section 607.1007, Florida Statutes, the following is submitted:

1. **Name.** The name of this corporation is WAYCHOFF'S HEATING & AIR CONDITIONING, INC. (the "Corporation").

2. **Purpose.** The Corporation is organized for the purpose of engaging in any and all lawful business for which a corporation may be organized under the laws of the State of Florida. The Corporation shall have all of the general powers vested in corporations under the Florida Business Corporation Act.

3. **Authorized Shares.** The maximum number of shares that this Corporation is authorized to issue is five hundred (500) shares of voting common stock (the "Voting Stock") and nine thousand five hundred (9,500) shares of non-voting common stock (the "Non-Voting Stock"). The authorized shares will be without par value. The shares of Voting Stock shall be entitled to one vote per share, while the shares of Non-Voting Stock will not be entitled to vote. Otherwise, the shares of Voting Stock and the shares of Non-Voting Stock will possess identical rights and privileges in the Corporation with respect to dividends, liquidation and any other matters.

4. **Perpetual Existence.** This Corporation is to have perpetual existence.

5. **Street and Mailing Address.** The street address of the principal office and mailing address of the Corporation will be 6929 Phillips Parkway Drive South, Jacksonville, FL 32256.

6. **Incorporator.** The name of the sole incorporator of the Corporation is RICHARD J. WAYCHOFF, and his address is 9975 Vineyard Lake Road East, Jacksonville, FL 32256.

7. **Registered Agent and Office.** The name of the registered agent and the street address of the registered office of the Corporation are RICHARD J. WAYCHOFF, 9975 Vineyard Lake Road East, Jacksonville, FL 32256.

IN WITNESS WHEREOF, the undersigned officer of the Corporation hereby signs these Amended and Restated Articles of Incorporation on behalf of the Corporation this 20<sup>th</sup> day of April, 2016.

**WAYCHOFF'S HEATING & AIR CONDITIONING, INC.**

By:   
Name: RICHARD J. WAYCHOFF, President

**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the below named Corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the Corporation is:


**Waychoff's Heating & Air Conditioning, Inc.**

2. The name and address of the registered agent and office are:

**Richard J. Waychoff  
9975 Vineyard Lake Road East  
Jacksonville, Florida 32256**

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

DATED: April 8, 2016

  
Richard J. Waychoff  
Registered Agent