

P04000106094

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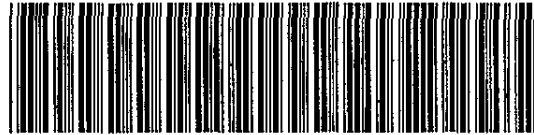
(Business Entity Name)

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TALLAHASSEE, FLORIDA

Amend.

1/5

8/24

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Aqua-Tech, Inc.

DOCUMENT NUMBER: P04000106094

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

Please return all correspondence concerning this matter to the following:

Jennifer R. Christiansen, CPA

(Name of Contact Person)

Safe Harbour Consulting, LLC

(Firm/ Company)

11420 US Hwy One #147

(Address)

North Palm Beach, FL 33408

(City/ State/ and Zip Code)

For further information concerning this matter, please call:

Jennifer R. Christiansen, CPA

(Name of Contact Person)

at (561) 827-1507

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☐ \$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
409 E. Gaines Street
Tallahassee, FL 32399

Articles of Amendment
to
Articles of Incorporation
of

FILED
04 AUG 18 AM 11:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Aqua-Tech, Inc.

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

P04000106094

(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:

NEW CORPORATE NAME (if changing):

(Must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.")
(A professional corporation must contain the word "chartered", "professional association," or the abbreviation "P.A.")

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

Articles 1 through 10 (one through ten) being amended to include the attached

(Attach additional pages if necessary)

If an amendment provides for 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)

(continued)

The date of each amendment(s) adoption: 07/22/04

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

Adoption of Amendment(s) (CHECK ONE)

- ☒ The amendment(s) was/were approved 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.

Signed this

day of

15th August, 2004

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)

Allan R. Wieland, Sr.

(Typed or printed name of person signing)

President

(Title of person signing)

FILING FEE: \$35

**Articles of Incorporation
of
Aqua-Tech, Inc.**

1. Name.

The name of the Corporation is **Aqua-Tech, Inc.**

2. Principal Office and Registered Agent.

Its registered office in the State of Florida is **8437 S.E. Sharon St.**, in the City of **Hobe Sound**, County of **Palm Beach**. The name of its registered agent at such address is **Allan R. Wieland, Sr.**

3. Purposes.

The nature of the business or purposes to be conducted or promoted is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Florida.

4. Capital Stock.

The total number of shares of capital stock that the Corporation shall have authority to issue is **10,500**, all of which are to be common stock with par value of **\$1.00**.

5. Incorporator.

The name and mailing address of the incorporator is: **Allan R. Wieland, Sr., 8437 S.E. Sharon St., Hobe Sound, FL 33455.**

6. Existence.

The Corporation is to have perpetual existence.

7. Liability of Stockholders.

The private property of the stockholders shall not be subject to the payment of corporate debts.

8. Management.

Subject to the provisions of the laws of the State of Florida, the following provisions are adopted for the management of the business and for the conduct of the affairs of the Corporation, and for defining, limiting and regulating the powers of the Corporation, the directors and the stockholders:

(a) The books of the Corporation may be kept outside of the State of Florida at such place or places as may from time to time be designated by the Board of Directors.

(b) The business of the Corporation shall be managed by its Board of Directors; and the Board of Directors shall have power to exercise all the powers of the Corporation, including (but without limiting the generality hereof) the power to create mortgages upon the whole or any part of the property of the Corporation, real or personal, without any action of or by the stockholders, except as otherwise provided by statute or by the Bylaws.

On or Before **June 30, 2005**, Upon successful operation of **AQUA-TECH, INC.** **Sandy Erickson** will be admitted as a shareholder of **Aqua-Tech, Inc.** She will be entitled to **15% of equity of AQUA-TECH, INC.** **Allan R. Wieland, Sr.** will retain **85%** of the equity of **Aqua-Tech, Inc.** He will retain his position as President and Secretary. **Sandy Erickson** and **Allan R. Wieland, Sr.** will share in the **Aqua-Tech, Inc.**'s annual profit and losses in the same percentages as ownership.

On or Before **June 30, 2006**: Upon successful operation of **AQUA-TECH, INC.** **Sandy Erickson** will be entitled to **30%** ownership of the **Aqua-Tech, Inc.** **Allan R. Wieland, Sr.** will decrease his ownership to **70%** of **Aqua-Tech, Inc.** **Sandy Erickson** and **Allan R. Wieland, Sr.** will share in **Aqua-Tech, Inc.**'s annual profit and losses in the same percentages as ownership.

**Articles of Incorporation
of
Aqua-Tech, Inc.**

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On or Before June 30, 2007: Upon successful operation of AQUA-TECH, INC. **Sandy Erickson** will be entitled to **45%** ownership of Aqua-Tech, Inc. **Allan R. Wieland, Sr.** will decrease his ownership to **55%** of Aqua-Tech, Inc. Sandy Erickson and Allan R. Wieland, Sr. will share in Aqua-Tech, Inc.'s annual profit and losses in the same percentages as ownership.

After June 30, 2007: Ownership and share of profit and losses of AQUA-TECH, INC will remain at 55% for Allan R. Wieland, Sr and 45% for Sandy Erickson, unless otherwise determined by amendment to these articles as agreed upon between Sandy and Allan.

(d) In the event of death, disability or inability to continue operations of AQUA-TECH, INC. By either Allan R. Wieland, Sr. or Sandy Erickson: In the event of total disability and inability to manage operations for Allan R. Wieland, Sr, the operations of this Limited Liability Company will be managed by Sandy Erickson. In the event of Allan R. Wieland Sr.'s death, his interest in ownership of AQUA-TECH, INC. will pass to Sandy Erickson. The heirs of Allan R. Wieland, Sr. as detailed in his will, will inherit Allan R. Wieland's capital investment in AQUA-TECH, INC. at the time of his death.

In the event that Sandy Erickson is disabled and unable to continue managing AQUA-TECH, INC., Allan R. Wieland, Sr. will assume full management of AQUA-TECH, INC. In the event of Sandy Erickson's death, the fair market value of her percentage of ownership in Aqua-Tech, LLC at the time of her death will pass to her heirs as specified in her will. Her ownership interest in Aqua-Tech, LLC will revert to Allan R. Wieland, Sr.

(c) An increase in the number of directors shall be deemed to create a vacancy or vacancies in the Board of Directors, to be filled in the manner provided in the Bylaws. Any director or any officer elected or appointed by the stockholders or by the Board of Directors may be removed at any time, in such manner as shall be provided in the Bylaws.

(d) The Board of Directors shall have power to make and alter Bylaws, subject to such restrictions upon the exercise of such power as may be imposed by the stockholders in any bylaws adopted by them from time to time.

(e) The Board of Directors shall have the power, in its discretion, to fix, determine and vary, from time to time, the amount to be retained as surplus and the amount or amounts to be set apart out of any of the funds of the Corporation available for dividends as working capital or a reserve or reserves for any proper purpose, and to abolish any such reserve in the manner in which it was created.

(f) The business of the company shall be conducted under the The Board of Directors who shall have exclusive authority to act for the company in all matters. Both Allan R. Wieland, Sr. and Sandy Erickson have the right to examine and request an audit of the books and records of AQUA-TECH, INC. at any time provided they give the other party at least 10 days written notice.

Management. The business of the company shall be conducted under the exclusive management of its Members, or outside managers if its Members unanimously elect, who shall have exclusive authority to act for the company in all matters. Both Allan R. Wieland, Sr. and Sandy Erickson have the right to examine and request an audit of the books and records of AQUA-TECH, INC. at any time provided they give the other party at least 10 days written notice.

At no time shall any family members or related parties of Allan R. Wieland, Sr. or Sandy Erickson be involved in the management or ownership of Aqua-Tech, INC..

(g) Upon any sale, exchange or other disposal of the property and/or assets of the Corporation, payment therefore may be made either to the Corporation or directly to the stockholders in proportion to their interests, upon the surrender of their respective stock certificates, or otherwise, as the Board of Directors may determine.

Articles of Incorporation
of
Aqua-Tech, Inc.

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(h) In case the Corporation shall enter into any contract or transact any business with one or more of its directors, or with any firm of which any director is a member, or with any corporation or association of which any director is a stockholder, director or officer, such contract or transaction shall not be invalidated or in any way affected by the fact that such director has or may have an interest therein which is or might be adverse to the interests of the Corporation, even though the vote of such director might have been necessary to obligate the Corporation upon such contract or transaction; provided, that the fact of such interest shall have been disclosed to the other directors or the stockholders of the Corporation, as the case may be, acting upon or with reference to such contract or transaction.

(i) The Corporation reserves the right to amend, alter, change, add to or repeal any provision contained in this Certificate of Incorporation in the manner now or hereafter prescribed by statute; and all rights herein conferred are granted subject to this reservation.

I, THE UNDERSIGNED, the incorporator hereinbefore named, for the purpose of forming a corporation pursuant to the General Corporation Law of the State of Florida, do make this Articles of Incorporation, hereby declaring and certifying that this is my act and deed and the facts herein stated are true, and accordingly have hereunto set my hand this August 2004 day of August

Allan R. Wieland, Sr.
Allan R. Wieland, Sr.

Sandy Erickson
Sandy Erickson

State of Florida)
County of Polk) ss

BE IT REMEMBERED that on this document personally came before me, a Notary Public for the State of Florida, Allan R. Wieland, Sr., and Sandy Erickson to me personally known to be the same person who executed the foregoing Articles of Incorporation, and acknowledged that said person signed as the person's free act and deed the foregoing document and declared that the statements therein contained are true to the person's best knowledge and belief.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year above written.

J. R. Christiansen
Notary Public

My commission expires:

02-07-07



Jennifer R. Christiansen
Commission #DD174732
Expires: Feb 07, 2007
Bonded Thru
Atlantic Bonding Co., Inc.