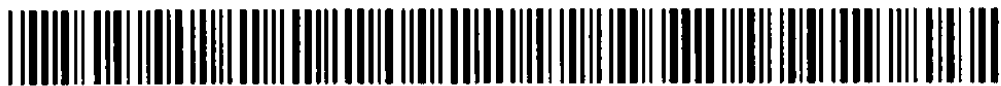


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**ARTICLES OF AMENDMENT
OF THE
ARTICLES OF INCORPORATION
OF
LANDMARK ENGINEERING & SURVEYING CORPORATION**

LANDMARK ENGINEERING & SURVEYING CORPORATION, a corporation organized and existing under the laws of the State of Florida (this "Corporation"), in order to amend its Articles of Incorporation in accordance with the requirements of Chapter 607, Florida Statutes, does hereby certify as follows:

1. The Articles of Incorporation of this Corporation are hereby amended by inserting the following paragraphs at the end of ARTICLE IV (AUTHORIZED SHARES):

If the Corporation acquires its own shares of capital stock, such shares of capital stock belong to the Corporation and constitute treasury shares until disposed of or canceled by the Corporation, or until such share of treasury stock, and/or any voting rights thereunder, is/are transferred or assigned to any person or entity other than the Corporation, or until such shares of treasury stock are made outstanding pursuant to this article or any action of the Board of Directors. Such treasury shares are, and shall be considered for all purposes, authorized and issued shares of the capital stock of the Corporation which are not outstanding, but which have not been canceled. Such treasury shares may be evidenced by a stock certificate in the name of the Corporation, and such certificate may be pledged by the Corporation as collateral for any debt. Except as provided herein below, while such shares of stock are treasury shares, and belong to the Corporation, such treasury shares shall have no voting rights or rights to any distributions.

Upon any transfer or assignment of such treasury shares to any person or entity other than the Corporation, including, but not limited to, any transfer or assignment of such treasury shares by an escrow agent which is holding such treasury shares in escrow pursuant to a stock pledge agreement from the Corporation, such treasury stock shall automatically and immediately, and without any further action of the Corporation or its Board of Directors, cease being shares of treasury stock and shall immediately be and become duly authorized, issued and outstanding shares of stock of the Corporation, fully paid and non-assessable, and shall be deemed to have been issued to the transferee/assignee for full and valuable consideration acceptable to the Corporation and the Board of Directors without any further action or vote, and such escrow agent shall be deemed to be acting on behalf of the Corporation and its Board of Directors pursuant to such an escrow agreement. Such shares of treasury stock, once outstanding and no longer treasury shares, shall be voting or non-voting shares as was the case for such shares prior to becoming treasury shares, and in the event such shares of treasury stock was/were voting shares before such shares were acquired by the Corporation, the transferee and/or assignee of such shares shall immediately have full rights to vote such shares and full rights to all other powers of a shareholder of the Corporation, including, without limitation, rights to share in any distributions. Any agreement by the Corporation to pledge any shares of stock in the Corporation belonging to the Corporation as collateral for any debt, and the debt secured by such pledge, shall be considered adequate and sufficient consideration for the transfer and/or

assignment of such shares of treasury stock by an escrow agent pursuant to any such stock pledge agreement.

Additionally, and notwithstanding anything in these articles to the contrary, if the Corporation enters into a stock pledge agreement wherein it pledges any shares of treasury stock, and such stock pledge agreement provides that such pledged shares of treasury stock shall be and become voting stock of the Corporation upon any uncured default, such shares of treasury stock shall automatically and immediately, and without any further action of the Corporation or its Board of Directors, cease being shares of treasury stock and immediately be and become duly authorized, issued and outstanding shares of voting stock in the Corporation, fully paid and non-assessable, upon any uncured default under such stock pledge agreement and in that event, the pledgee of those shares of treasury stock shall be immediately entitled to vote such shares of stock in the Corporation.

Pursuant to Section 607.0732, Florida Statutes, all of the provisions in this article are also hereby adopted as an agreement among the shareholders that the escrow agent in a stock pledge agreement by the Corporation, has the power and authority to exercise the corporate powers of this Corporation to issue, transfer and/or assign, on behalf of the Corporation and pursuant to such stock pledge agreement, any shares of treasury stock pledged by the Corporation, and has the power and authority to cause such shares of treasury stock to cease being shares of treasury stock and to immediately be and become duly authorized, issued and outstanding shares of stock of the Corporation, fully paid and non-assessable, which shall then be deemed to have been issued to the transferee/assignee for full and valuable consideration acceptable to the Corporation and the Board of Directors without any further action or vote.

All of the provisions in this article have been unanimously authorized and approved by the Board of Directors and Shareholders of the Corporation.

2. This amendment to the Articles of Incorporation was approved and adopted by the written consent of all of the shareholders and directors of this Corporation on July 1, 2019, pursuant to and in accordance with applicable Florida law, including, but not limited to, Sections 607.0821, 607.0704, 607.1003, 607.1006, 607.0120, Florida Statutes.

3. These Articles of Amendment of the Articles of Incorporation shall be effective immediately upon filing by the Florida Department of State.

IN WITNESS WHEREOF, the undersigned duly authorized officer of this Corporation has executed these Articles of Amendment of the Articles of Incorporation of LANDMARK ENGINEERING & SURVEYING CORPORATION this 1st day of July, 2019.

LANDMARK ENGINEERING & SURVEYING CORPORATION

By: 

Print Name: TODD C. AMADOR

Title: V.P.