

# Florida Department of State

Division of Corporations **Electronic Filing Cover Sheet** 

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## COR AMND/RESTATE/CORRECT OR O/D RESIGN RESOURCE SOLUTIONS TAMPA, INC.

Certificate of Status	0
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November 2, 2015

#### FLORIDA DEPARTMENT OF STATE

Division of Corporations

RESOURCE SOLUTIONS TAMPA, INC.

P.O. BOX 1689

OLDSMAR, FL 34677US

SUBJECT: RESOURCE SOLUTIONS TAMPA, INC.

REF: P09000071367

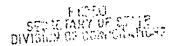
We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The date of adoption of each amendment must be included in the document.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Annette Ramsey Regulatory Specialist II FAX Aud. #: E15000260395 Letter Number: 015A00023092

\*RE-SUBMIT\*
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15 OCT 30 AM 9: 13

## AMENDED AND RESTATED / ARTICLES OF INCORPORATION OF RESOURCE SOLUTIONS TAMPA, INC.

The Board of Directors of Resource Solutions Tampa, Inc. (the "Corporation"), with the unanimous approval of the shareholders, hereby adopts the following Amended and Restated Articles of Incorporation pursuant to Chapter 607, Section 607.1007, Fig. Stat. under the Florida Business Corporation Act, which replace in their entirety the previously adopted Articles of Incorporation for the Corporation filed with the Florida Secretary of State on August 25, 2009.

#### ARTICLE I - Name

The name of this corporation shall be:

## RESOURCE SOLUTIONS TAMPA, INC.

## **ARTICLE II - Business and Activities**

This Corporation may, and is authorized to, engage in any activity or business permitted under the laws of the United States and of the State of Florida.

#### ARTICLE III - Capital Stock

The authorized capital stock of this Corporation and the maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 10,000 shares of common stock having no par value per share.

### ARTICLE IV - Term of Existence

The Corporation was formed on August 25, 2009, and it shall exist perpetually thereafter unless dissolved according to law. These Amended and Restated Articles of Incorporation shall be effective on October 30, 2015.

#### ARTICLE V - Corporate Office: Registered Office and Agent

The street address and mailing address of the corporate office is 3675 Tampa Road. Suite C, Oldsmar, Florida 34677 and registered agent's office of this Corporation is 1201 Hays Street, Tallahassee, Florida 32301 and the name of the registered agent of this Corporation at that address is Corporation Service Company.

19460976

#### ARTICLE VI - Directors

- A. The number of Directors of this Corporation shall not be less than three (3) and not more than twelve (12), as may be determined by the Board from time to time.
- B. The number of Directors may be either increased or diminished from time to time by the Board of Directors or the Shareholders in accordance with the By-Laws of this Corporation. In bo event, however, shall the number of Directors be less than one (1).
- C. Directors, as such, shall receive such compensation for their services, if any, as may be set by the Board of Directors at any annual or special meeting thereof. The Board of Directors may authorize and require the payment of reasonable expenses incurred by Directors in attending meetings of the Board of Directors.
- D. Nothing in this Article shall be construed to preclude the Directors from serving the Corporation in any other capacity and receiving compensation therefor.
- E. Any Director may be removed from office by the holders of a majority of the stock entitled to vote thereon at any annual or special meeting of the Shareholders of this Corporation, for any cause decreed sufficient by such Shareholders.
- F. In case one or more vacancies shall occur in the Board of Directors by reason of death, resignation or otherwise, the vacancies shall be filled by the Shareholders of this Corporation at their next annual meeting or at a special meeting called for the purpose of filling such vacancies; provided, however, any vacancy may be filled by the remaining Directors until the Shareholders have acted to fill the vacancy.

#### ARTICLE VII - Lost or Destroyed Certificates

Stock certificates to replace lost or destroyed certificates shall be issued on such basis and according to such procedures as are from time to time provided for in the By-Laws of this Corporation.

#### ARTICLE VIII - Amendment to Articles

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Shareholders, and approved at a Shareholders' meeting by the holders of a majority of the stock issued and entitled to be voted, unless all the Directors and all the Shareholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

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## ARTICLE IX - By-Laws

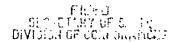
The power to adopt, alter, amend or repeal By-Laws of this Corporation shall be vested in the Shareholders or the Board of Directors of this Corporation; provided, however, that any By-Laws adopted by the Directors which are inconsistent with any By-Laws adopted by the Shareholders shall be void, and the Directors may not alter, amend or repeal any By-Laws adopted by the Shareholders.

CERTIFICATE: These Amended and Restated Articles of Incorporation were approved by the Corporation's Board of Directors, with unanimous approval of the shareholders of the Corporation, effective October 30, 2015.

(signature page follows)

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IN WITNESS WHEREOF, the undersigned has executed these Amended and Restated Articles of Incorporation this 30th day of October , 2015.

Resource Solutions Tampa, Inc.

Dank & Tong
By: David Reynolds
Its: Vice President, Treasurer and Assistant Secretary

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## ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

The undersigned hereby accepts the appointment to serve as the Registered Agent of Resource Solutions Tampa, Inc.

Corporation Service Company

Date: October 30, 2015

łsy: Ita:

Judith Reyes

Assistant Secretary