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CORPORATION SERVICE COMPANY 1201 Hays Street Tallhassee, FL 32301

Tallhassee, FL 32301 Phone: 850-558-1500

ACCOUNT NO. : I2000000195

REFERENCE : 884850 4726940

AUTHORIZATION :

COST LIMIT : \$ 35.00

ORDER DATE: June 29, 2021

ORDER TIME: 8:55 AM

ORDER NO. : 884850-005

CUSTOMER NO: 4726940

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### DOMESTIC AMENDMENT FILING

NAME: RELIANT ROOFING, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Alexxis Weiland -- EXT# 61592

# **COVER LETTER**

Department of State Amendment Section Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

SUBJECT:Rel	iant Roofing, Inc.			
	CORPORATE NAME			
Enclosed are an orig	ginal and one (1) copy of the res	stated articles of incorpor	ation and a check for	
⊠ \$35.00 Filing Fee	☐ \$43.75 Filing Fee & Certificate of Status	☐ \$43.75 Filing Fee & Certified Copy	☐ \$52.50 Filing Fee, Certified Copy & Certificate of Status	
		ADDITIONAL COPY REQUIRED		
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	•	Address		
<u>Indi</u>	anapolis, IN 46204 City,	State & Zip		
(317	7)713-3482 Daytime T	elephone number		
mhu	bbard@taftlaw.com			
	E-mail address: (to be used	i for future annual report n	otification)	

NOTE: Please provide the original and one copy of the document.

# AMENDED AND RESTATED ARTICLES OF INCORPORATION OF RELIANT ROOFING, INC.

Pursuant to Section 607.1007 of the Florida Business Corporation Act, Reliant Roofing, Inc. hereby amends and restates its Articles of Incorporation:

# ARTICLE 1 - NAME

The name of the corporation is Colin Ansley Holdings. Inc. (the "Corporation").

# **ARTICLE II - ADDRESS**

The street address of the principal office and the mailing address of the Corporation are:

8000 Belfort Parkway, Suite 200 Jacksonville, Florida 32256

### **ARTICLE III - PURPOSE**

The Corporation is organized for the purpose of performing lawful business permitted under the laws of the United States and of the State of Florida.

### ARTICLE IV - DURATION AND EXISTENCE; EFFECTIVE DATE

The Corporation will exist perpetually. These Articles of Incorporation shall be effective as of the date of filing of these Amended and Restated Articles of Incorporation with the Secretary of State of the State of Florida.

### **ARTICLE V - AUTHORIZED SHARES**

The maximum number of shares the Corporation is authorized to issue is 1,000 shares of common stock having a par value of \$0.01 per share.

# ARTICLE VI - REGISTERED OFFICE AND AGENT

The Corporation hereby (i) designates 8000 Belfort Parkway. Suite 200, Jacksonville, Florida 32256 as the street address of the Corporation's registered office, and (ii) names Cameron Shouppe as the Corporation's registered agent at that address to accept service of process within the State of Florida.

### ARTICLE VII - BOARD OF DIRECTORS

The number of directors may be increased or decreased from time to time, as provided in the Corporation's bylaws, but shall never be less than one (1).

Prepared by: Driver, McAfee, Hawthorne & Diebenow, PLLC One Independent Drive, Suite 1200 Jacksonville, Florida 32202

904-301-1269

### **ARTICLE VIII - INDEMNIFICATION**

- (a) The Corporation shall indemnify any person who is or was a party to any proceeding by reason of the fact that such person is or was a director or officer of the Corporation or its subsidiaries, to the fullest extent not prohibited by law, for actions taken in the capacity of such person as a director or officer of the Corporation or its subsidiaries. To the fullest extent not prohibited by law, the Corporation shall advance indemnification expenses for actions taken in the capacity of such person as an officer or director within twenty (20) days after receipt by the Corporation of (1) a written statement requesting such advance, (2) evidence of the expenses incurred, and (3) a written statement by or on behalf of such person agreeing to repay the advanced expenses if it is ultimately determined that such person is not entitled to be indemnified against such expenses.
- (b) The Corporation by action of its board of directors, in its sole discretion, may indemnify any person who is or was a party to any proceeding by reason of the fact that such person is or was an employee or agent of the Corporation or its subsidiaries, to the fullest extent not prohibited by law, for actions taken in the capacity of such person as an employee or agent of the Corporation or its subsidiaries. The Corporation by action of its board of directors, in its sole discretion, may advance indemnification expenses for actions taken in the capacity of such person as an employee or agent after receipt by the Corporation of (1) a written statement requesting such advance, (2) evidence of the expenses incurred, and (3) a written statement by or on behalf of such person agreeing to repay the advanced expenses if it is ultimately determined that such person is not entitled to be indemnified against such expenses. Absent specific action by the board of directors, the authority granted to the board of directors in this paragraph (b) shall create no rights in the persons eligible for indemnification or advancement of expenses and shall create no obligations of the Corporation relating thereto.

### ARTICLE IX - JURISDICTION AND VENUE

Unless the Corporation consents in writing to the selection of an alternative forum or a federal court assumes exclusive jurisdiction, the federal and state courts sitting in the State of Florida shall be the sole and exclusive fora for (a) any derivative action or proceeding brought on behalf of the Corporation, (b) any action asserting a claim of breach of a fiduciary duty owed by any director, officer or other employee of the Corporation to the Corporation or to its shareholders, (c) any action asserting a claim arising pursuant to any condition, provision or term of the Florida Business Corporation Act, these Articles of Incorporation or the Corporation's bylaws, or (iv) any action asserting a claim governed by the internal affairs doctrine. Any person or entity purchasing or otherwise acquiring any interest in shares of capital stock of the Corporation shall be deemed to have notice of and consented to the provisions of this Article IX.

These Amended and Restated Articles of Incorporation contain amendments to the Corporation's Articles of Incorporation, which were unanimously approved by the Corporation's Board of Directors and its shareholders as of June 25, 2021.

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The undersigned, for the purpose of amending and restating the Corporation's Articles of Incorporation under the laws of the State of Florida, has executed these Amended and Restated Articles of Incorporation.

Cameron Shouppe, President

# ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby agrees to act as registered agent for the Corporation named above, to accept service of process at the place designated in these Articles of Incorporation, and to comply with the provisions of the Florida Business Corporation Act, and hereby acknowledges that it is familiar with, and accepts the obligations of such position.

Dated: \_\_\_\_June 25 \_\_\_, 2021

Cameron Shouppe

Prepared by:
Driver, McAfee, Hawthorne & Diebenow, PLLC
One Independent Drive, Suite 1200
Jacksonville, Florida 32202
904-301-1269