

P18000010327  
Florida Department of State  
Division of Corporations  
Electronic Filing Cover Sheet

**Note: Please print this page and use it as a cover sheet.** Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H21000276051 3)))



H210002760513ABCY

**Note: DO NOT** hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

RECEIVED

2021 JUL 19 PM 4:54

To:  
Division of Corporations  
Fax Number : (850)617-6380  
From:  
Account Name : FORWARD LAW FIRM, P.A.  
Account Number : 120090000062  
Phone : (407)621-4200  
Fax Number : (407)621-4210

2021 JUL 19 AM 9:13  
TALLAHASSEE, FLORIDA

FILED

**\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\***

Email Address: corporations@forwardlawfirm.com

**COR AMND/RESTATE/CORRECT OR O/D RESIGN  
LEGACY ENERGY SOLUTIONS, INC.**

Certificate of Status	1
Certified Copy	0
Page Count	05
Estimated Charge	\$43.75

JUL 20 2021  
S. PRATHEP

**AMENDED AND RESTATED ARTICLES OF  
INCORPORATION  
FOR A  
FLORIDA PROFIT CORPORATION**

FILED  
2021 JUL 19 AM 1:13  
TALLAHASSEE, FLORIDA

The Articles of Incorporation for Legacy Energy Solutions, Inc. (the "Corporation") were filed on January 30, 2018 and assigned document number P18000010327 (the "Articles of Incorporation").

Pursuant to the provisions of Chapter 607 of the Florida Business Corporation Act (the "Act") and the bylaws of the Company, if any such document exists, the filing of this document with the Department of State of the State of Florida amends and restates the previously filed Articles of Incorporation.

**ARTICLE ONE  
NAME**

The name of the corporation is:

Legacy Energy Solutions, Inc.

**ARTICLE TWO  
ADDRESSES**

The mailing address of the Corporation is:

2519 E Semoran Blvd.  
Apopka, FL 32703

The principal office address of the Corporation is:

2519 E Semoran Blvd.  
Apopka, FL 32703

**ARTICLE THREE  
PURPOSES**

The Corporation is formed to engage in any business lawful and permitted under the laws of the State of Florida, and to do anything corporations are permitted to do under provisions of the Act, as amended from time to time.

#### **ARTICLE FOUR DURATION**

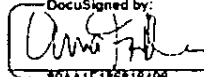
The Corporation's duration is perpetual.

#### **ARTICLE FIVE REGISTERED AGENT**

The name and address of the Corporation's initial Registered Agent in the State of Florida is:

Anna Forthman  
2519 E Semoran Blvd,  
Apopka, FL 32703

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity. This acceptance is made pursuant to Section 607.0501(3) of the Act.

By:   
DocuSigned by:  
Anna Forthman  
85AA1F186A18498

FILED  
2021 JUL 19 AM 9:13  
SECRETARY OF STATE  
TALLAHASSEE, FL 32310

#### **ARTICLE SIX AUTHORIZED STOCK**

The total number of shares of stock that the Corporation has authority to issue will be 1,000 shares of Common Stock with \$1.00 par value, all of one class.

#### **ARTICLE SEVEN PREEMPTIVE SHAREHOLDER RIGHTS**

The shareholders of the Corporation have preemptive rights to acquire additional shares issued by the Corporation and may further outline their preemptive rights in a written agreement amongst themselves.

## **ARTICLE EIGHT STOCK TRANSFER RESTRICTIONS**

Except as otherwise provided in these Articles, the Act, the Bylaws or in a separate agreement among the shareholders, no shareholder may sell, assign, pledge, or otherwise transfer any of the Corporation's shares of stock or any right or interest in them, whether voluntarily, by operation of law, by gift, or otherwise.

## **ARTICLE NINE EFFECTS OF FORECLOSURE OR CHARGING ORDER ON STOCK**

Notwithstanding any oral or written agreement to the contrary, the Corporation shall not issue stock without certificates, pursuant to Section 607.0626 of the Act. A person or entity who is a prospective shareholder of the Corporation does not attain status as a shareholder unless the Corporation has issued a certificate evidencing the Common Stock owned by that person or entity. The certificate need not be sealed. The certificate may be dated on a date that is different from the date of its execution, and, if so dated, a prospective shareholder's status as a shareholder is thereby made effective retroactively or prospectively according to the date written on the certificate.

## **ARTICLE TEN EFFECTS OF FORECLOSURE OR CHARGING ORDER ON STOCK**

As long as the Corporation has more than one shareholder, the remedy of foreclosure or charging order on a judgment debtor's interest in the Corporation or against rights to distribution or dividends from the Corporation is not available, and if any attempt to foreclose or obtain a charging order on a shareholder's stock is successful, the Corporation shall immediately purchase the foreclosed stock for \$1.00.

## **ARTICLE ELEVEN SECURITY INTEREST**

No party is granted a consensual security interest in the corporation or its assets to pursue the remedies available to a secured creditor without the written approval of all the corporation's directors.

## **ARTICLE TWELVE INCORPORATOR**

The name and address of the Incorporator is as follows:

Anna Forthman

1593 Sunflower Ct  
Winter Park, FL 32792

### **ARTICLE THIRTEEN BOARD OF DIRECTORS**

The Board of Directors will have at least one Director and may have more Directors as outlined by the Corporation's Bylaws. Newly created directorships resulting from any increase in the authorized number of Directors or any vacancies in the Board of Directors resulting from death, resignation, retirement, disqualification, removal from office, or other cause will be filled by a majority vote of the remaining Directors, though less than a quorum. These interim Directors will hold office for a term that expires at the next annual or special meeting of shareholders, at which time the shareholders will elect the successors.

The Board of Directors will fix by resolution the compensation or salary paid for attendance at each regular or special meeting of the Board in which a Director actually participates. Each Director will be reimbursed for all out-of-pocket expenses reasonably incurred in connection with performing the duties of a Director.

### **ARTICLE FOURTEEN LIMITATIONS ON AUTHORITY OF BOARD OF DIRECTORS**

Even after due authorization, approval, or advice of the action by the Board of Directors as required by law, any of the following corporate actions also require approval by the shareholders by an affirmative vote of a majority of the votes entitled to be cast to be effective and valid:

- Election and removal of Directors

### **ARTICLE FIFTEEN RELEASE FROM PERSONAL LIABILITY**

A Director will not be personally liable to the Corporation or its shareholders for monetary damages for breach of fiduciary duty as a Director, except liability for:

- the amount of a financial benefit received by a Director to which he or she is not entitled under Florida law;
- an intentional infliction of harm on the Corporation or the shareholders, individually or collectively;

- any distribution for which a Director votes that is not lawful under Florida law; or
- an intentional violation of criminal law.

## **ARTICLE SIXTEEN INDEMNIFICATION**

The Corporation must indemnify every Director or officer—and his or her heirs, executors, and administrators—against expenses actually and reasonably incurred by him or her, as well as any amount paid upon judgment, in connection with any civil or criminal action, suit, or proceeding to which he or she may be made a party by reason of having been a Director or officer of the Corporation. But this indemnification excludes any action resulting in the liability of the Corporation for:

- a financial benefit received by a Director or officer to which he or she is not entitled under Florida law;
- an intentional infliction of harm on the Corporation or the shareholders, individually or collectively;
- any distribution for which a Director or officer votes or approves that is not lawful under Florida law; or
- an intentional violation of criminal law.

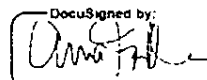
## **ARTICLE SEVENTEEN POWER TO ENACT, AMEND, AND REPEAL BYLAWS**

The Corporation's Board of Directors holds the exclusive power to make, alter, amend, or repeal the Corporation's Bylaws.

## **ARTICLE EIGHTEEN EFFECTIVE DATE**

These Articles of Incorporation are made effective as of the date filed with the state.

I submit this document and affirm that the facts stated herein are true. I am aware that the false information submitted in a document to the Department of State constitutes a third-degree felony as provided for in §817.155, Florida Statutes.

DocuSigned by:  
  
Anna Forthman  
Incorporator

RECEIVED  
FLORIDA DEPARTMENT OF  
STATE

2021 JUL 19 AM 9:13

FILED