

P210000500

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.

((H210004582113)))



H210004582113ABCY

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

2021 DEC 16 PM 4:13
To:
From:

Division of Corporations
Fax Number : (850)617-6380

Account Name : DRUMMOND WEHLE YONGE LLP
Account Number : I20050000133
Phone : (813)983-8000
Fax Number : (813)983-8001

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2021 DEC 16 AM 11:11

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: Tyler@dwyfirm.com

**COR AMND/RESTATE/CORRECT OR O/D RESIGN
SOUTHERN ICF BUILDERS, INC.**

Certificate of Status	0
Certified Copy	0
Page Count	06
Estimated Charge	\$35.00

DEC 17, 2021

S. PRATHER

(((H21000458211 3)))

**AMENDED AND RESTATED
OF THE
ARTICLES OF INCORPORATION
OF
SOUTHERN ICF BUILDERS, INC.**

SOUTHERN ICF BUILDERS, INC., a corporation organized and existing under laws of State of Florida (this "Corporation"), in order to amend and restate its Articles of Incorporation in accordance with the requirements of Chapter 607, Florida Statutes, does hereby certify as follows:

1. The name of this Corporation is **SOUTHERN ICF BUILDERS, INC.** and its Document Number is **P21000050500**.

2. The Articles of Incorporation of this Corporation are hereby amended and restated by deleting the Articles of Incorporation of this Corporation in their entirety and replacing such Articles of Incorporation with the Amended and Restated Articles of Incorporation beginning on the immediately following page.

3. These Amended and Restated Articles contain amendments to this Corporation's Articles of Incorporation (the "Amendments") requiring shareholder approval. These Amended and Restated Articles of Incorporation were approved and adopted by all the directors of this Corporation and by all the shareholders of this Corporation, in each case by written consent effective as December 10, 2021. There has been and there is only one class of capital stock of this Corporation outstanding, there was only one voting group entitled to vote on these Amended and Restated Articles, and all outstanding shares were voted in favor of the Amendments. Accordingly, the number of votes cast for the amendment by the shareholders was sufficient for approval of these Amended and Restated Articles of Incorporation.

4. These Amended and Restated Articles of Incorporation do not provide for an exchange, reclassification or cancellation of issued shares.

5. These Amended and Restated Articles of Incorporation attached hereto shall become effective upon filing by the Department of State of the State of Florida.

IN WITNESS WHEREOF, the undersigned duly authorized officer of this Corporation has executed these Amended and Restated Articles of Incorporation of **SOUTHERN ICF BUILDERS, INC.** this 10th day of December, 2021.

SOUTHERN ICF BUILDERS, INC.

By: _____

David Stanley, President

(((H21000458211 3)))

(((H21000458211 3)))

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
SOUTHERN ICF BUILDERS, INC.**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2021 DEC 16 AM 11:11

FILED

ARTICLE I

Name

The name of this corporation shall be: **SOUTHERN ICF BUILDERS, INC.**

ARTICLE II

Principal Office and Mailing Address

The address of the principal office and the mailing address of this corporation shall be:

PRINCIPAL OFFICE	MAILING ADDRESS
1646 W. Snow Avenue, #146 Tampa, Florida 33606	1646 W. Snow Avenue, #146 Tampa, Florida 33606

ARTICLE III

Purposes and Duration

The general nature of the business to be transacted by this Corporation is building construction and to engage in every phase and aspect of the business of rendering such services. This Corporation shall exist perpetually unless dissolved in accordance with law

ARTICLE IV

Authorized Stock

The Corporation is hereby authorized to issue 1,000 shares of Class A Common Stock at a par value of \$0.01 each and 1,000 shares of Class B Preferred Stock at a par value of \$0.01 each, as described herein. No share of any class shall entitle its holder to a preemptive right to acquire or subscribe to additional shares of any class of stock.

(a) **Class A Common Stock:** Shares of Class A common stock are designated as "Membership Shares," or "Class A Shares" and holders of Class A Shares are designated as "Members."

(b) **Class B Preferred Stock:** Shares of Class B preferred stock are designated as "Class B Shares" and holders of Class B Shares are designated as "Class B Shareholders."

(((H21000458211 3)))

ARTICLE V
Transfer Restrictions

No share of any class or interest therein may be sold, assigned, or otherwise transferred, voluntarily or involuntarily, by operation of law or otherwise, except for a transfer to the Corporation. Shares of Class A common stock may be held only by natural persons eligible as Members in accordance with the bylaws of the Corporation, and no person may hold more than one (1) share of Class A common stock. Upon termination of his or her employment in the Corporation, a shareholder must transfer his or her share back to the Corporation at redemption terms in accordance with the bylaws of the Corporation.

ARTICLE VI
Initial Board of Directors

The initial Board of Directors of this corporation shall consist of four (4) members, such member to hold office until their successors have been duly elected and qualified. The name and street address of the initial directors are:

<u>Name</u>	<u>Address</u>
Dustin Hinson	2004 Lainer Road Plant City, Florida 33565
David Stanley	6528 Park Strand Drive Apollo Beach, Florida 33572
Steven M. Alvarez	2004 Lainer Road Plant City, Florida 33565
L. Tyler Yonge	6987 East Fowler Avenue Tampa, Florida 33617

ARTICLE VII
Registered Office and Registered Agent

The initial registered office of this corporation shall be located at 6987 East Fowler Avenue, Tampa, Florida 33617 and the initial registered agent of this corporation at such office shall be L. Tyler Yonge. This corporation shall have the right to change such registered agent and such registered office from time to time, as provided by law.

ARTICLE VIII
Incorporator

The name and street address of the incorporator making these Articles of Incorporation are:

(((H21000458211 3)))

Name**Address**

L. Tyler Yonge, Esq.

Drummond Wehle Yonge LLP
6987 East Fowler Avenue
Tampa, Florida 33617**ARTICLE IX****By-Laws**

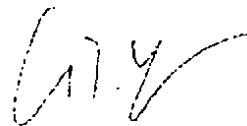
The power to adopt the Bylaws of this Corporation, to alter, amend or repeal the Bylaws, or to adopt new Bylaws, shall be vested in the Board of Directors of this Corporation; provided, however, that any bylaw or amendment thereto as adopted by the Board of Directors may be altered, amended or repealed by vote of the shareholders entitled to vote thereon, or a new bylaw in lieu thereof may be adopted by the shareholders, and the shareholders may prescribe in any bylaw made by them that such bylaw shall not be altered, amended or repealed by the Board of Directors. The Bylaws of this Corporation shall be for the governance of this Corporation and may contain any provisions or requirements for the management or conduct of the affairs and business of this Corporation; provided, however, that the Bylaws shall not be inconsistent with or contrary to, but shall be subordinate to, the provisions of these Articles of Incorporation, including as hereafter amended, and the laws of the State of Florida and of the United States.

ARTICLE X**Amendment of Articles of Incorporation**

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the shareholders herein are subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation for the uses and purposes therein stated.

DATED December 16, 2021.



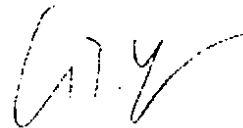
L. TYLER YONGE, Incorporator

(((H21000458211 3)))

SOUTHERN ICF BUILDERS, INC.**ACCEPTANCE OF SERVICE AS REGISTERED AGENT**

The undersigned, L. TYLER YONGE, having been named as registered agent to accept service of process for the above-named corporation at the registered office designated in the Articles of Incorporation, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of such position.

DATED December 16, 2021.



L. TYLER YONGE, Registered Agent

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2021 DEC 16 AM 11:11

FILED

(((H21000458211 3)))