

P97000014014

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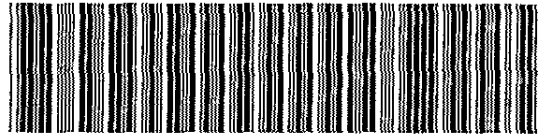
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*Amend + Restated
Articles/noc*

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

07 SEP 10 AM 9:16

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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: HIDRAULIC & FLOWS CORP.

DOCUMENT NUMBER: P97000014014

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

OTTO F BURKHARDT

(Name of Contact Person)

HYDRAULIC & FLOWS CORP.

(Firm/ Company)

816 NW 11Th Street Apt # 702

(Address)

Miami, Florida 33136

(City/ State and Zip Code)

For further information concerning this matter, please call:

Otto F Burkhardt

(Name of Contact Person)

at (786) 306-6028

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☐ \$35 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☒ \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

☐ \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy
is enclosed)

Mailing Address

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

Street Address

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Articles of Amendment
to
Articles of Incorporation
of

FILED
07 SEP 10 AM 9:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HIDRAULIC & FLOWS CORP.

(Name of corporation as currently filed with the Florida Dept. of State)

P97000014014

(Document number of corporation (if known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

NEW CORPORATE NAME (if changing):

HYDRAULIC & FLOWS CORP.

(Must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.")
(A professional corporation must contain the word "chartered", "professional association," or the abbreviation "P.A.")

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

Please find attached copy of new articles Incorporation.

Old articles will be deleted.

(Attach additional pages if necessary)

If an amendment provides for exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself: (if not applicable, indicate N/A)

(continued)

The date of each amendment(s) adoption: August 13, 2007

Effective date if applicable: August 13, 2007
(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(CHECK ONE)**

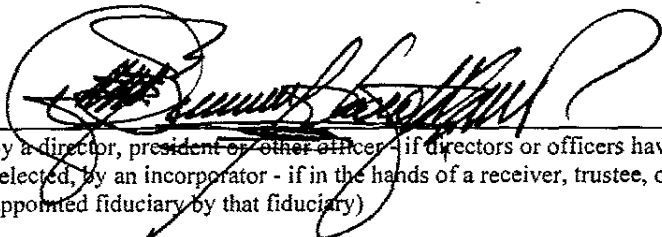
- ☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by

(voting group)"

- ☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signature


(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Otto F Burkhardt

(Typed or printed name of person signing)

President

(Title of person signing)

FILING FEE: \$35

AMENDED AND RESTATED ARTICLES
ARTICLES OF INCORPORATION

OF

HYDRAULIC & FLOWS CORP.

ARTICLE I

NAME, ADDRESS AND AGENT

The name of this corporation shall be:

HYDRAULIC & FLOWS CORP.

(Hereinafter referred to as the Corporation.) Its Registered and principal address shall be located at: 816 NW 11 ST, SUITE 702, MIAMI, FL. 33136 In the County of Dade. Its Registered Agent shall be OTTO F BURKHARDT
Located at 816 NW 11 ST, SUITE 702, MIAMI, FL. 33136
County of Dade, State of Florida.

ARTICLE II

NATURE OF BUSINESS

Section I. The general nature of the business and objects and purposes to be transacted, promoted and carried on are to do any and all things hereinafter mentioned, as fully and to the same extent as natural persons Might or could do, viz:

- a. To carry on business in the United States or any foreign country or countries, to buy , sell, import, export, lease, sub- lease, hold, procure, transport, manufacture, acquire and deal generally, both wholesale and retail, in goods and services of all types, both as principal and agent, in any part of the world.
- b. To enter onto, make, perform and carry out contracts of every kind and for any lawful purpose with any person, association and/ or corporation.
- c. To exchange in the currency of foreign countries and the currency of the United States.
- d. To issue bonds, debentures, and/or obligations of the company from time to time, for the objects and purposes of the company, and to secure the same by mortgage pledge, deed or trust, or otherwise.

- e. To purchase, hold and reissue the shares of its capital stock; and to subscribe to purchase, or otherwise acquire, or to guarantee, or to become surety in respect to the stock, bonds or other securities and obligations of the company and other companies.
- f. To do all of such acts or things as they are incident or conducive to the premises, and to do all and everything necessary, suitable, convenient, or proper for the – accomplishments of any of the purposes or the attainment of any of the objectives herein enumerated or incidental to the powers herein named, or which shall at any time appear conducive or expedient for the protection or benefit of the corporation.
- g. No recitation or declaration of special powers or purposes herein enumerated shall be deemed to be exclusive but all lawful powers contained in the laws of the State of Florida, now or in the future, to be enacted are hereby included in and made a part thereof by reference.
- h. In general, to carry on any incidental business in connection with the foregoing, whether manufacturing or otherwise and to have and exercise all the powers, conferred by laws of the State of Florida upon corporations of this character.
- i. NONE

ARTICLE III

CAPITAL STOCK

The capital stock of the corporation shall consist of:

- a. ONE HUNDRED (100) shares of \$1.00 par value. For incorporation purposes, each share will have a nominal value set at ONE DOLLAR (1.00) per share as consideration.
- b. Said shares of common stock to have par value. All shares to be issued fully paid and non-assessable. The capital stock of this Corporation may be paid in lawful money of the United States or in property labor or services at a fair and just valuation to be fixed by the stockholder or by the Board of Directors. Said determination of just value fixed by the Board of Directors is to be conclusive proof of said value.
- c. All the common stock is to have one vote per share in the control of management of the corporation.

- d. The holders of these shares of common stock are to have preemptive rights in the purchase of subsequent issues of stock.
- e. In the event any shareholder is unable to attend a shareholder's meeting, the shareholder may vote his share or shares by proxy, one share representing one vote.

ARTICLE IV INITIAL CAPITAL

The amount of capital which the corporation shall begin business shall be not less than ONE HUNDRED DOLLARS (100.00)

ARTICLE V TERM OF EXISTENCE

The corporation shall have perpetual existence.

ARTICLE VI BOARD OF DIRECTORS

The Board of Directors shall consist of not less than ONE (1) person.

ARTICLE VII INITIAL DIRECTORS AND OFFICERS

The name and addresses of the first Board of Directors who, subject to the provisions of these Articles of Incorporation, the By-Laws and the Act of the Legislature approved June 1, 1925, and the acts amendatory thereto, shall hold office for the first year of the corporation's existence, or until successors are elected and shall have qualified are the following:

<u>Title:</u>	<u>Name:</u>	<u>Address:</u>
PRESIDENT	OTTO F BURKHARDT	816 NW 11 Th St SUITE 702 MIAMI, FL 33136

ARTICLE VIII

SUBSCRIBERS

The name and the addresses of each subscriber to these Articles of Incorporation and the number of which each agrees to be are as follows:

<u>NAME & TITLE</u>	<u>ADDRESS</u>	<u>SHARES</u>
OTTO F BURKHARDT PRESIDENT	816 NW 11 TH St SUITE 702 MIAMI, FL 33136	100%

ARTICLE IX

BY-LAWS

The regulation of the business and the conduct of the affairs of the corporation and the provision creating and limiting the powers of the corporation, the directors and the stockholders, or any class of stockholders of the corporation, shall be controlled by the By-Laws which shall be adopted by the stockholders of the corporation as soon as practicable after the corporation shall be formed, which said By-Laws may, from time to time and whenever necessary, be amended by the Board of Directors of the corporation.

IN WITNESS, WHEREOF, the undersigned have made and signed these Articles of Incorporation at Dade County, Florida, for the uses and purposes aforesaid.

Witnesses:

President

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPONWHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act.

First: That HYDRAULIC & FLOWS CORP.

Desiring to organize under the Laws of the State of FLORIDA, with its principal office, as indicated in the articles of Incorporation at 816 NW 11 ST, SUITE 702, MIAMI, FL 33136 County of DADE State of Florida, has named OTTO F BURKHARDT

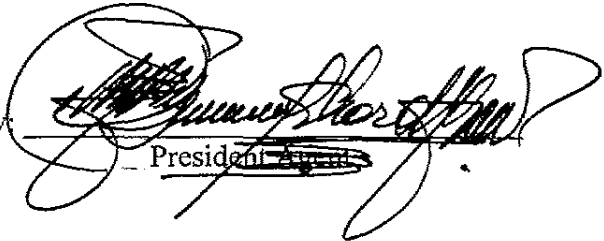
Located at 816 NW 11th Street, SUITE 702, MIAMI, FL 33136

(Street, Address and number of Building)

City of MIAMI County of DADE

State of FLORIDA, as its agent to accept service of process dated in this state.

ACKNOWLEDGEMENT: - Must be signed by designated agent. Having been named to accept service of process for the above Stated Corporation, at place designated in this certificate, I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

By  President