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Division of Corporations

# P97000017095

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## COR AMND/RESTATE/CORRECT OR O/D RESIGN SPRINKLERMATIC FIRE PROTECTION SYSTEMS, INC.

Certificate of Status	0
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**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
SPRINKLERMATIC FIRE PROTECTION SYSTEMS, INC.**

Pursuant to the provisions of Section 607.1007 of the Florida Business Corporation Act, as approved by the Joint Unanimous Written Consent of the Board of Directors and Shareholders of the Corporation, dated as of the 20th day of December, 2021, the undersigned, being the President of the Sprinklermatic Fire Protection Systems, Inc., a Florida corporation (the "Corporation"), hereby adopts the following Amended and Restated Articles of Incorporation for the Corporation which amend and restate the original articles of incorporation (as amended, the "Original Articles") which the Corporation filed with the Florida Department of State on February 24, 1997 under document number P97000017095.

**ARTICLE I – NAME**

The name of the corporation is SPRINKLERMATIC FIRE PROTECTION SYSTEMS, INC.

**ARTICLE II – DURATION**

This corporation shall exist perpetually commencing on the date of execution and acknowledgement of these Articles.

**ARTICLE III – PURPOSE**

The general purpose for which this corporation is organized is: To transact any lawful business for which a corporation may be incorporated under the Florida Business Corporation Act, or to engage in any other trade or business which can, in the opinion of the Board of Directors of the corporation, be advantageously carried on in connection with or auxiliary to the foregoing business or necessary or desirable in order to accomplish the foregoing.

**ARTICLE IV – CAPITAL STOCK**

The total number of shares of all classes of capital stock which the Corporation shall have authority to issue is 1,000,000 shares, no par value per share ("*Common Stock*"), and the Common Stock shall be divided into two (2) classes of Common Stock as follows: (i) 998,000 shares of voting common stock, no par value per share ("*Voting Common Stock*"), and (ii) 2,000 shares of non-voting common stock, no par value per share ("*Non-Voting Common Stock*").

The powers, preferences, rights, and privileges of each of the Voting Common Stock and Non-Voting Common Stock are as follows:

1. *Voting.* (a) Except as may be otherwise required by law or this Amended and Restated Articles of Incorporation, each holder of Voting Common Stock shall have one (1) vote in respect of each share of such stock held by such holder with respect to every matter coming before any meeting of, or otherwise to be acted upon by, the shareholders of the Corporation, including, without limitation, the election of the Board.

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(b) Except as may be otherwise required by law or as provided below, each holder of Non-Voting Common Stock shall have no vote in respect of each share of such stock; provided, however, that if required by law or this Amended and Restated Articles of Incorporation to vote, the holder shall have one (1) vote in respect of each share of such stock held by such holder and vote the shares of Non-Voting Common Stock as one class with the holders of shares of Voting Common Stock. No action that would affect the powers, preferences, rights, privileges or other terms of the Non-Voting Common Stock in an adverse manner (disproportionately relative to the Voting Common Stock) shall be taken by the Corporation (including amending or modifying any of the terms hereof) without (i) the consent or waiver in writing of the holder or (ii) the vote, at a meeting called for such purpose, of the holder at such meeting.

2. *Dividends.* Except as otherwise provided herein, the holders of the issued and outstanding Voting Common Stock and Non-Voting Common Stock, as applicable, are entitled to receive, to the extent permitted by law, such dividends as may be declared from time to time by the Corporation's Board of Directors, provided, however, that: (a) no cash dividend or other distribution of assets, rights, evidence of indebtedness or any other property shall be declared, paid or made to the holders of Voting Common Stock or Non-Voting Common Stock unless a cash dividend or other such distribution in like kind and equal per-share amount is simultaneously declared, paid or made to the holders of Non-Voting Common Stock or Common Stock, respectively; and that (b) stock dividends declared on Common Stock or Non-Voting Common Stock, shall be payable solely in shares of Common Stock or Non-Voting Common Stock, respectively.

3. *Payments in Liquidation.* In the event of any voluntary or involuntary liquidation, dissolution or winding up of the Corporation, the holders of Voting Common Stock shall be entitled to participate ratably on a per-share basis with the holders of the Non-Voting Common Stock as a single class in the distribution of the balance of the assets of the Corporation available for distribution to the Corporation's shareholders.

4. *No-Preemptive Rights.* The shares of Common Stock shall have no preemptive or subscription rights.

## ARTICLE V – BOARD OF DIRECTORS

This corporation shall have at least one (1) director at all times. The number of directors may be changed from time to time by the Board of Directors, but shall never be less than one. The currently serving Director is Robin E. Collier, whose address is 4740 Davie Road, Davie, FL 33314.

## ARTICLE VI – REGISTERED AGENT

The street address of the registered office of this corporation is Tripp Scott, P.A., 110 SE 6<sup>th</sup> Street, 15<sup>th</sup> Floor, Ft. Lauderdale, FL 33301, and the name of the registered agent of this corporation at that address is Tanya L. Bower.

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**ARTICLE VII – PRINCIPAL PLACE OF BUSINESS**

The principal place of business of this corporation is 4740 Davie Road, Davie, FL 33314.

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IN WITNESS WHEREOF, this Amended and Restated Articles of Amendment has  
duly executed on this 20 day of December, 2021.

SPRINKLERMATIC FIRE PROTECTION SYSTEMS, INC.

By: 

Robin E. Collier, President

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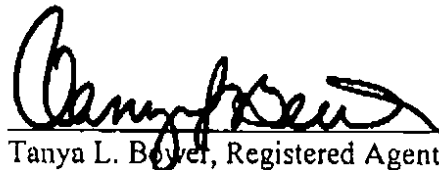
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**CERTIFICATE OF ACCEPTANCE BY REGISTERED AGENT**

Pursuant to the provisions of Section 607.0501 of the Florida Business Corporation Act, the undersigned submits the following statement in accepting the designation as registered agent and registered office of Sprinklermatic Fire Protection Systems, Inc., a Florida corporation (the "Corporation"), in the Corporation's Amended and Restated Articles of Incorporation.

Having been named as registered agent and to accept services of process for the Corporation at the registered office designated in the Corporation's Amended and Restated Articles of Incorporation, the undersigned accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and the undersigned is familiar with and accepts the obligations of its position as registered agent.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this 20th day of December 2021.

  
Tanya L. Bower, Registered Agent

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