

Division of Corporations

<https://ccfssl.dos.state.fl.us/scripts/efilcovr.exe>

P97000067999

Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State

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.

(((H99000009713 1)))

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

To:

Division of Corporations
Fax Number : (850) 922-4000

From:

Account Name : GUNSTER, YOAKLEY, ETAL. (WEST PALM BEACH)
Account Number : 076117000420
Phone : (561) 650-0728
Fax Number : (561) 655-5677

BASIC AMENDMENT

NAGELBUSH PLUMBING, INC.

Certificate of Status	1
Certified Copy	1
Page Count	05
Estimated Charge	\$52.50

Amended & Restated

Electronic Filing Menu

Corporate Filing

Public Access Help

Articles

4/26/99 DC

RECEIVED
99 APR 26 AM 7:58
DIVISION OF CORPORATIONS

FILED
99 APR 26 AM 9:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H990000097131

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
NAGELBUSH PLUMBING, INC.**

Pursuant to Sections 607.1003, 607.1006 and 607.1007 of the Florida Statutes, Nagelbush Plumbing, Inc., a Florida corporation (the "Corporation"), certifies that:

1. The Amended and Restated Articles of Incorporation set forth herein were duly recommended by unanimous written consent of the Board of Directors dated March 28, 1999.

2. The Amended and Restated Articles of Incorporation set forth herein were approved by the sole shareholder of the outstanding shares of common stock of the Corporation on March 28, 1999.

3. The Articles of Incorporation in effect as of this date are amended as set forth herein in the following respects:

A. Article I. Name. The article is amended to delete language regarding principal office and mailing address.

B. Article II. Nature of Business. The article is amended to change the title of the article and to revise the language regarding the purpose of the corporation. Also, the article number is changed.

C. Article III. Capital Stock. The article is amended in certain respects and the article number is changed.

C. Article IV. Registered Agent. This article is updated to indicate the current registered agent as named on the Corporation's 1998 Profit Corporation Annual Report. Also, the article number is changed.

D. Article V. Term of Existence. This article is amended to change the title of the article and to revise the language of the article. Also, the article number is changed.

E. Article VI. Officers. This article is deleted.

Ansley Kennedy, Esq. (FL Bar #0116270)
Gunster, Yoakley, Valdes-Fauli &
Stewart, P. A.
777 S. Flagler Dr., Suite 500 East
West Palm Beach, Florida 33401
(561) 655-1980

H990000097131

99 APR 26 AM 9:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

H990000097131

4. There are no discrepancies between the provisions of the Articles of Incorporation in effect prior hereto and the provisions of the amended and restated articles set forth herein, other than the inclusion of the foregoing amendments and considerations.

Pursuant to Section 607.1007 of the Florida Statutes, the Articles of Incorporation, as amended, of Nagelbush Plumbing, Inc., a Florida corporation, are hereby amended and restated as follows:

Article I

Name

The name of the corporation is Nagelbush Plumbing, Inc.

Article II

Duration

The corporation shall have a perpetual existence.

Article III

Purpose

The corporation is organized for the purpose of transacting any and all lawful business.

Article IV

Address

The principal place of business and mailing address of this corporation shall be:

5385 Nob Hill Road
Sunrise, Florida 33351

Article V

Initial Board of Directors

The number of Directors constituting the Initial Board of Directors is one (1). The name and address of the initial Director is as follows:

H990000097131

H990000097131

Richard A. Smith
5385 Nob Hill Road
Sunrise, Florida 33351

Article VI

Capital Stock

The aggregate number of shares which the Corporation is authorized to issue is One Thousand (1,000) shares of common stock having a par value of \$1.00 per share.

Article VII

Registered Office and Agent

The street address of the registered office of this corporation is 5385 Nob Hill Road, Sunrise, Florida 33351, and the name of the registered agent of this corporation at that address is Richard A. Smith.

Article VIII

Powers

The corporation shall have all of the corporate powers enumerated in the Florida Business Corporation Act.

Article IX

Indemnification

Provided the person proposed to be indemnified satisfies the requisite standard of conduct for permissive indemnification by a corporation as set forth in the applicable provisions of the Florida Business Corporation Act (currently, Sections 607.0850(1) and (2) of the Florida Statutes), as the same may be amended from time to time, the corporation shall indemnify its officers and directors, and may indemnify its employees and agents, to the fullest extent permitted by the provisions of such Law, as the same may be

H990000097131

amended and supplemented, from and against any and all of the expenses or liabilities incurred in defending a civil, criminal, administrative or investigative action, suit or proceeding (other than in an action, suit or proceeding brought by this corporation upon authorization of the Board of Directors) or other matters referred to in or covered by said provisions, including advancement of expenses prior to the final disposition of such proceedings and amounts paid in settlement of such proceedings, both as to action in their official capacity and as to action in any other capacity while an officer, director, employee or other agent. Expenses (including attorneys' fees) incurred by an officer or director in defending any civil, criminal, administrative or investigative action, suit or proceeding shall be paid by the corporation in advance of the final disposition of such action, suit or proceeding upon receipt of an undertaking by or on behalf of such director or officer to repay such amount if it shall ultimately be determined that he or she is not entitled to be indemnified by the corporation as authorized in this Article. Such expenses (including attorneys' fees) incurred by other employees and agent shall also be so paid upon such terms and conditions, if any, as the Board of Directors deems appropriate. The indemnification and advancement of expenses provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any bylaw, agreement, vote of stockholders or directors or otherwise, both as to action in his or her official capacity and as to action in another capacity while holding such office. Such indemnification shall continue as to a person who has ceased to be a director, officer, employee or agent, and shall inure to the benefit of the heirs and personal and other legal representatives of such a person. Except as otherwise provided above, an adjudication of liability shall not affect the right to indemnification for those indemnified.

H990000097131

H990000097131

Article X

Amendment

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholder(s) is subject to this reservation.

Article XI

Bylaws

The Bylaws may be adopted, altered, amended, or repealed by either the shareholders or the Board of Directors, but the Board of Directors may not amend or repeal any Bylaw adopted by shareholders if the shareholders specifically provide such Bylaw is not subject to amendment or repeal by the directors.

IN WITNESS WHEREOF, for the purposes of Amending and Restating the Articles of Incorporation of this Corporation under the laws of the State of Florida, the undersigned officer has executed these Amended and Restated Articles of Incorporation as of the 28th day of March 1999.



Richard A. Smith, President

H990000097131