

03/24/2014 13:15 FAX 4074231831

DEAN MEAD ORLANDO

001

Division of Corporations

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524531

Florida Department of State
Division of Corporations
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Division of Corporations
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Account Number : 076077001702
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glkuhns@g-e-c.com
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**COR AMND/RESTATE/CORRECT OR O/D RESIGN
GEOTECHNICAL AND ENVIRONMENTAL CONSULTANTS, INC.**

Certificate of Status	0
Certified Copy	1
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EXAMINER

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14 MAR 24 AM 7:55

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**SECOND AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
GEOTECHNICAL AND ENVIRONMENTAL CONSULTANTS, INC.**
524531

Pursuant to the provisions of Sections 607.1006 and 607.1007 of the Florida Statutes, the undersigned Florida corporation hereby adopts the following Amended and Restated Articles of Incorporation:

ARTICLE I - NAME OF CORPORATION

The name of this Corporation is GEOTECHNICAL AND ENVIRONMENTAL CONSULTANTS, INC.

ARTICLE II - PURPOSE

The general purpose for which this Corporation is organized shall be to conduct and transact any and all lawful business authorized or not prohibited by Chapter 607 of the Florida Statutes, as the same may be from time to time amended.

ARTICLE III - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and the mailing address of this Corporation shall be located at 919 Lake Baldwin Lane, Orlando, Florida 32814.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of capital stock that this Corporation is authorized to issue and have outstanding at any one time is ten thousand (10,000) shares of common stock having a par value of One Dollar (\$1.00) per share.

ARTICLE V - REGISTERED OFFICE AND REGISTERED AGENT

The street address of the registered office of this Corporation in the State of Florida is 919 Lake Baldwin Lane, Orlando, Florida 32814. The Shareholders may from time to time move the registered office to any other address in Florida. The name of the registered agent of this Corporation at that address is GARY L. KUHS. The Shareholders may from time to time designate a new registered agent.

ARTICLE VI - MANAGEMENT BY SHAREHOLDERS

Pursuant to a duly adopted agreement by the Shareholders of the Corporation in accordance with Section 607.0732 of the Florida Statutes, the Board of Directors of the Corporation was eliminated and all corporate power shall be exercised by or under the authority of, and the business and affairs of the Corporation shall be managed under the direction of, the Corporation's Shareholders.

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14 MAR 24 AM 7:56

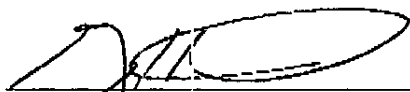
SECRETARY OF STATE
TALLAHASSEE, FLORIDAARTICLE VII - INDEMNIFICATION

This Corporation shall indemnify any officer or any former officer to the full extent permitted by law.

ARTICLE VIII - TERM OF EXISTENCE

This Corporation shall have perpetual existence.

IN WITNESS WHEREOF, the Shareholders have made and subscribed these Second Amended and Restated Articles of Incorporation at Orlando, Florida, this 20th day of March, 2014.



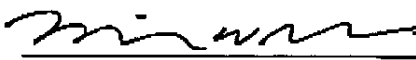
Gary L. Kuhns



Daniel C. Stanfill

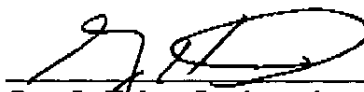


Christopher P. Meyer



Michael W. Byerly

Having been named as registered agent for the above mentioned Corporation, at the place designated in the foregoing Second Amended and Restated Articles of Incorporation, I hereby accept such designation and agree to act in such capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties as registered agent. I am familiar with, and accept the duties and obligations of, Section 607.0505 of the Florida Statutes.



Gary L. Kuhns, Registered Agent

Dated this 20th day of March, 2014

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AND
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OFFICER'S CERTIFICATE TO ACCOMPANY
SECOND AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
GEOTECHNICAL AND ENVIRONMENTAL CONSULTANTS, INC.

I, GARY L. KUHNS, being the duly elected, qualified and acting President of GEOTECHNICAL AND ENVIRONMENTAL CONSULTANTS, INC., a Florida corporation (the "Corporation"), hereby certify that the Second Amended and Restated Articles of Incorporation of the Corporation accompanying this Certificate were (1) duly adopted and approved by all of the shareholders of the Corporation in compliance with Section 607.1007 of the Florida Statutes, and (2) that the number of votes cast for the Second Amended and Restated Articles of Incorporation by the shareholders was sufficient for approval.

IN WITNESS WHEREOF, I have subscribed my name as President pursuant to lawful corporate authority, on this 20th day of March, 2014.

GEOTECHNICAL AND ENVIRONMENTAL
CONSULTANTS, INC.

By: 

Gary L. Kuhns, President