

Division of Corporations

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## Florida Department of State

Division of Corporations

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## BASIC AMENDMENT

E. CARVER PUMPING SERVICE INC.

Certificate of Status	1
Certified Copy	0
Page Count	02
Estimated Charge	\$43.75

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DIVISION OF CORPORATIONSAMENDED  
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**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
E. CARVER PUMPING SERVICE INC.**

**FILED**  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, President of E. Carver Pumping Service Inc., a corporation under Chapter 607, Florida Statutes, hereby certifies that all Shareholders and Directors of the corporation did as of the 31st day of October, 2000 unanimously adopt the following Amended and Restated Articles of Incorporation:

**ARTICLE I: NAME**

The name of the corporation is **E. Carver Pumping Service Inc.**

**ARTICLE II: PRINCIPAL OFFICE OR MAILING ADDRESS**

The principal office of the corporation is located at 649 N. Jackson Avenue, Jacksonville, Florida 32220. The mailing address of the corporation is Box 397, Jacksonville, Florida 32220-0397.

**ARTICLE III: CAPITAL STOCK**

(a) Authorized Shares. The total number of shares that may be issued by the corporation is five thousand (5,000), no par value, and shall be designated common stock. Each of the shares of stock shall entitle the holder thereof to one (1) vote at any meeting of the shareholders. All stock, when issued, shall be fully paid for and shall be nonassessable.

(b) Capital Stock. The capital of the corporation shall be at least equal to the sum of the aggregate par value of all issued shares having par value, plus such amounts as, from time to time, by resolution of the Board of Directors, may be transferred thereto.

(c) Corporate Liquidation and Dissolution. In the event of voluntary or involuntary liquidation, dissolution or winding up of the corporation, the holders of record of the common stock shall be entitled to receive distribution, ratably, of the remaining assets of the corporation.

(d) Preemptive Rights. Shareholders shall have no preemptive rights.

(e) Cumulative Voting. Cumulative voting shall not be permitted.

(f) Restrictions on Transfer of Stock. The shareholders may, by bylaw provision or by shareholders' agreement recorded in the minute book, impose such restrictions on the sale, transfer, or encumbrance of the stock of this corporation as they may see fit.

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**ARTICLE IV: REGISTERED OFFICE AND AGENT**

The street address of the registered office of this corporation is 9441 Derby Acres Lane, Jacksonville, Florida 32220, and the name of the registered agent of this corporation at that address is Mel E. Carver.

**ARTICLE V: DIRECTORS**

(a) Number. The corporation shall have one (1) director. The number of directors may be increased or decreased from time to time by bylaws adopted by the shareholders.

(b) Board of Directors. The name and address of the sole member of the board of directors until the next annual meeting of the shareholders, are as follows:

Mel E. Carver

8161 Colville Street  
Jacksonville, Florida 32220

(c) Compensation. The Board of Directors is hereby specifically authorized to make provision for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any director of the corporation may also serve the corporation in any other capacity and receive compensation therefor in any form.

(d) Indemnification. The Board of Directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

**ARTICLE VI: BYLAWS**

Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the Board of Directors, but the Board of Directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the directors.

**ARTICLE VII: DURATION**

This corporation shall exist perpetually.

IN WITNESS WHEREOF, I have made, signed and hereby acknowledge these Amended and Restated Articles of Incorporation this \_\_\_\_\_ day of November, 2000.

  
\_\_\_\_\_  
Mel E. Carver, President

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